

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF SERVICE

I, Elizabeth Adam, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On February 6, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Order Denying Internet Corporation's Motion for Payment of Administrative Expense Claim ("Internet Order") (Docket No. 11232) [a copy of which is attached hereto as Exhibit C]
- 2) Order Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 Expunging with Prejudice Proof of Claim Number 15630 ("Azimuth North America Order") (Docket No. 11359) [a copy of which is attached hereto as Exhibit D]
- 3) Joint Stipulation and Agreed Order Resolving Robert Bosch GMBH Motion to Amend Proof of Claim (Docket No. 11412) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 2023, 6321, 8341, 8787, 9794, 9952, and 12698 (Contrarian Funds LLC) (Docket No. 11413) [a copy of which is attached hereto as Exhibit F]
- 5) Joint Stipulation and Agreed Order Disallowing and Expunging Proofs of Claim Numbers 16610 and 16611 (State of New Jersey Division of Taxation) (Docket No. 11431) [a copy of which is attached hereto as Exhibit G]
- 6) Joint Stipulation and Agreed Order (I) Compromising Proofs of Claim Number 16396 and (II) Disallowing and Expunging Proof of Claim Number 7219 (City of Vandalia, Ohio) (Docket No. 11432) [a copy of which is attached hereto as Exhibit H]

- 7) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 11566, 11567, and 11568 (On Semiconductor Components Industries LLC and SPCP Group LLC) (Docket No. 11433) [a copy of which is attached hereto as Exhibit I]
- 8) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 16470 (Illinois Department of Revenue) (Docket No. 11434) [a copy of which is attached hereto as Exhibit J]
- 9) Joint Stipulation and Agreed Order to Withdrawal Without Prejudice of Proof of Claim 11198 (Donald R. and Sarah E. Sweetson) (Docket No. 11435) [a copy of which is attached hereto as Exhibit K]
- 10) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 16506 (Howard County, Indiana) (Docket No. 11436) [a copy of which is attached hereto as Exhibit L]
- 11) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Numbers 11026 and 11027 (Recticel Interiors North America, LLC and Amroc Investments, LLC) (Docket No. 11464) [a copy of which is attached hereto as Exhibit M]
- 12) Joint Stipulation and Agreed Order in Respect of Debtors' Claims Estimation Motion and Third Omnibus Objection to Claims of Cadence Innovation LLC (Docket No. 11465) [a copy of which is attached hereto as Exhibit N]
- 13) Joint Stipulation and Agreed Order (I) Disallowing and Expunging Proof of Claim Number 15611 and (II) Compromising and Allowing Proof of Claim Number 12221 (Samtech Corporation and Mtronics.com, Inc.) (Docket No. 11466) [a copy of which is attached hereto as Exhibit O]
- 14) Stipulation and Agreed Protective Order Governing Production and Use of Confidential and Highly Confidential Information in Connection with Certain Proofs of Claim Filed by Technology Properties Ltd. (Docket No. 11467) [a copy of which is attached hereto as Exhibit P]
- 15) Order Denying Scott Darryl Reese's Amended Motion for Rehearing (Docket No. 11478) [a copy of which is attached hereto as Exhibit Q]
- 16) Joint Stipulation and Order Regarding Discovery Regarding Objection to Proof of Claim No. 12347 and Related Counterclaim (Docket No. 11510) [a copy of which is attached hereto as Exhibit R]
- 17) Order Under New Bankruptcy Rule 3007 and 11 U.S.C. § 105(a) Authorizing Debtors to Continue Claims Objection Procedures Under Order Dated December 7, 2006 Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for

Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims ("Order Authorizing Continued Claims Objection Procedures") (Docket No. 11561) [a copy of which is attached hereto as Exhibit S]

- 18) Stipulation and Agreed Protective Order Governing Production and Use of Confidential and Highly Confidential Information in Connection with Proof of Claim No. 1279 (Nu-Tech Plastics Engineering, Inc.) (Docket No. 11648) [a copy of which is attached hereto as Exhibit T]
- 19) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 444, 9110, 9114, 9115, 9116, 9790, 9954, 12697, and 15446 (Contrarian Funds LLC) (Docket No. 11752) [a copy of which is attached hereto as Exhibit U]
- 20) Joint Stipulation and Agreed Order Compromising and Estimating Proof of Claim Numbers 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 and 1387 (American International Group, Inc.) (Docket No. 12011) [a copy of which is attached hereto as Exhibit V]
- 21) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 2468 (3M Company) (Docket No. 12018) [a copy of which is attached hereto as Exhibit W]
- 22) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Numbers 12813 (Celestica Inc. and its Subsidiaries) (Docket No. 12021) [a copy of which is attached hereto as Exhibit X]
- 23) Joint Stipulation and Agree Order Between Delphi Automotive Systems LLC and Federal-Mogul Corporation to, Among Other things, Permit Setoff of Mutual Pre-Petition Obligations Under Section 553 of the Bankruptcy Code and to Disallow and Expunge Claim Number 1111 (Docket No. 12022) [a copy of which is attached hereto as Exhibit Y]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit Z hereto via postage pre-paid U.S. mail:

- 24) Order Denying Internet Corporation's Motion for Payment of Administrative Expense Claim ("Internet Order") (Docket No. 11232) [a copy of which is attached hereto as Exhibit C]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit AA hereto via postage pre-paid U.S. mail:

- 25) Order Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 Expunging with Prejudice Proof of Claim Number 15630 ("Azimuth North America Order") (Docket No. 11359) [a copy of which is attached hereto as Exhibit D]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit BB hereto via postage pre-paid U.S. mail:

- 26) Joint Stipulation and Agreed Order Resolving Robert Bosch GMBH Motion to Amend Proof of Claim (Docket No. 11412) [a copy of which is attached hereto as Exhibit E]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit CC hereto via postage pre-paid U.S. mail:

- 27) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 2023, 6321, 8341, 8787, 9794, 9952, and 12698 (Contrarian Funds LLC) (Docket No. 11413) [a copy of which is attached hereto as Exhibit F]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit DD hereto via postage pre-paid U.S. mail:

- 28) Joint Stipulation and Agreed Order Disallowing and Expunging Proofs of Claim Numbers 16610 and 16611 (State of New Jersey Division of Taxation) (Docket No. 11431) [a copy of which is attached hereto as Exhibit G]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit EE hereto via postage pre-paid U.S. mail:

- 29) Joint Stipulation and Agreed Order (I) Compromising Proofs of Claim Number 16396 and (II) Disallowing and Expunging Proof of Claim Number 7219 (City of Vandalia, Ohio) (Docket No. 11432) [a copy of which is attached hereto as Exhibit H]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit FF hereto via postage pre-paid U.S. mail:

- 30) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 11566, 11567, and 11568 (On Semiconductor Components Industries LLC and SPCP Group LLC) (Docket No. 11433) [a copy of which is attached hereto as Exhibit I]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit GG hereto via postage pre-paid U.S. mail:

- 31) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 16470 (Illinois Department of Revenue) (Docket No. 11434) [a copy of which is attached hereto as Exhibit J]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit HH hereto via postage pre-paid U.S. mail:

- 32) Joint Stipulation and Agreed Order to Withdrawal Without Prejudice of Proof of Claim 11198 (Donald R. and Sarah E. Sweetson) (Docket No. 11435) [a copy of which is attached hereto as Exhibit K]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit II hereto via postage pre-paid U.S. mail:

- 33) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 16506 (Howard County, Indiana) (Docket No. 11436) [a copy of which is attached hereto as Exhibit L]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit JJ hereto via postage pre-paid U.S. mail:

- 34) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Numbers 11026 and 11027 (Recticel Interiors North America, LLC and Amroc Investments, LLC) (Docket No. 11464) [a copy of which is attached hereto as Exhibit M]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit KK hereto via postage pre-paid U.S. mail:

- 35) Joint Stipulation and Agreed Order in Respect of Debtors' Claims Estimation Motion and Third Omnibus Objection to Claims of Cadence Innovation LLC (Docket No. 11465) [a copy of which is attached hereto as Exhibit N]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit LL hereto via postage pre-paid U.S. mail:

- 36) Joint Stipulation and Agreed Order (I) Disallowing and Expunging Proof of Claim Number 15611 and (II) Compromising and Allowing Proof of Claim

Number 12221 (Samtech Corporation and Mtronics.com, Inc.) (Docket No. 11466) [a copy of which is attached hereto as Exhibit O]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit MM hereto via postage pre-paid U.S. mail:

- 37) Stipulation and Agreed Protective Order Governing Production and Use of Confidential and Highly Confidential Information in Connection with Certain Proofs of Claim Filed by Technology Properties Ltd. (Docket No. 11467) [a copy of which is attached hereto as Exhibit P]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit NN hereto via postage pre-paid U.S. mail:

- 38) Order Denying Scott Darryl Reese's Amended Motion for Rehearing (Docket No. 11478) [a copy of which is attached hereto as Exhibit Q]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit OO hereto via postage pre-paid U.S. mail:

- 39) Joint Stipulation and Order Regarding Discovery Regarding Objection to Proof of Claim No. 12347 and Related Counterclaim (Docket No. 11510) [a copy of which is attached hereto as Exhibit R]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit PP hereto via postage pre-paid U.S. mail:

- 40) Stipulation and Agreed Protective Order Governing Production and Use of Confidential and Highly Confidential Information in Connection with Proof of Claim No. 1279 (Nu-Tech Plastics Engineering, Inc.) (Docket No. 11648) [a copy of which is attached hereto as Exhibit T]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit QQ hereto via postage pre-paid U.S. mail:

- 41) Joint Stipulation and Agreed Order Compromising and Allowing Proofs of Claim Numbers 444, 9110, 9114, 9115, 9116, 9790, 9954, 12697, and 15446 (Contrarian Funds LLC) (Docket No. 11752) [a copy of which is attached hereto as Exhibit U]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit RR hereto via postage pre-paid U.S. mail:

42) Joint Stipulation and Agreed Order Compromising and Estimating Proof of Claim Numbers 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 and 1387 (American International Group, Inc.) (Docket No. 12011) [a copy of which is attached hereto as Exhibit V]

On February 6, 2008, I caused to be served the document listed below upon the parties listed on Exhibit SS hereto via postage pre-paid U.S. mail:

43) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Number 2468 (3M Company) (Docket No. 12018) [a copy of which is attached hereto as Exhibit W]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit TT hereto via postage pre-paid U.S. mail:

44) Joint Stipulation and Agreed Order Compromising and Allowing Proof of Claim Numbers 12813 (Celestica Inc. and its Subsidiaries) (Docket No. 12021) [a copy of which is attached hereto as Exhibit X]

On February 6, 2008, I caused to be served the document listed below upon the party listed on Exhibit UU hereto via postage pre-paid U.S. mail:

45) Joint Stipulation and Agree Order Between Delphi Automotive Systems LLC and Federal-Mogul Corporation to, Among Other things, Permit Setoff of Mutual Pre-Petition Obligations Under Section 553 of the Bankruptcy Code and to Disallow and Expunge Claim Number 1111 (Docket No. 12022) [a copy of which is attached hereto as Exhibit Y]

Dated: February 21, 2008

/s/ Elizabeth Adam

Elizabeth Adam

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 21st day of February, 2008, by Elizabeth Adam, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Leanne V. Rehder

Commission Expires: 3/2/08

EXHIBIT A

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
Brown Rudnick Berlack Israels LLP	Robert J. Stark	Seven Times Square		New York	NY	10036	212-209-4800	212-2094801	rstark@brownrudnick.com	Indenture Trustee
Cohen, Weiss & Simon	Bruce Simon	330 W. 42nd Street		New York	NY	10036	212-356-0231	212-695-5436	bsimon@cwsny.com	
Curtis, Mallet-Prevost, Colt & Mosle LLP	Steven J. Reisman	101 Park Avenue		New York	NY	10178-0061	2126966000	2126971559	sreisman@cm-p.com	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia-Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Davis, Polk & Wardwell	Donald Bernstein Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4092 212-450-4213	212-450-3092 212-450-3213	donald.bernstein@dpw.com brian.resnick@dpw.com	Counsel to Debtor's Postpetition Administrative Agent
Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI	48098	248-813-2000	248-813-2491	sean.p.corcoran@delphi.com karen.j.craft@delphi.com	Debtors
Electronic Data Systems Corp.	Michael Nefkens	5505 Corporate Drive MSIA		Troy	MI	48098	248-696-1729	248-696-1739	mike.nefkens@eds.com	Creditor Committee Member
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	CO	80021	303-927-4853	303-652-4716	cschiff@flextronics.com	Counsel to Flextronics International
Flextronics International USA, Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA	95131	408-428-1308		paul.anderson@flextronics.com	Counsel to Flextronics International USA, Inc.
Freescale Semiconductor, Inc.	Richard Lee Chambers, III	6501 William Cannon Drive West	MD: OE16	Austin	TX	78735	512-895-6357	512-895-3090	trey.chambers@freescale.com	Creditor Committee Member
Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	rodbuie@ffhsj.com sliviri@ffhsj.com randall.eisenberg@fticonsulting.com	Counsel to Equity Security Holders Committee
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-2471010	212-841-9350	g.com	Financial Advisors to Debtors
General Electric Company	Valerie Venable	9930 Kinsey Avenue 1701 Pennsylvania Avenue, NW		Huntersville	NC	28078	704-992-5075	866-585-2386	valerie.venable@ge.com	Creditor Committee Member
Groom Law Group	Lonie A. Hassel	1540 Broadway	24th Fl	Washington	DC	20006	202-857-0620	202-659-4503	lhassel@groom.com	Counsel to Employee Benefits
Hodgson Russ LLP	Stephen H. Gross	2290 First National Building	660 Woodward Avenue	New York	NY	10036	212-751-4300	212-751-0928	sgross@hodgsonruss.com	Counsel to Hexcel Corporation
Honigman Miller Schwartz and Cohn LLP	Frank L. Gorman, Esq.	2290 First National Building	660 Woodward Avenue	Detroit	MI	48226-3583	313-465-7000	313-465-8000	fgorman@honigman.com	Counsel to General Motors Corporation
Honigman Miller Schwartz and Cohn LLP	Robert B. Weiss, Esq.	2290 First National Building	660 Woodward Avenue	Detroit	MI	48226-3583	313-465-7000	313-465-8000	rweiss@honigman.com	Counsel to General Motors Corporation
Jefferies & Company, Inc.	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY	10022	212-284-2521	212-284-2470	bderrough@jefferies.com	UCC Professional
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	212-270-4016	richard.duker@jpmorgan.com	Prepetition Administrative Agent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	212-270-0430	susan.atkins@jpmorgan.com	Postpetition Administrative Agent
Kramer Levin Naftalis & Frankel LLP	Gordon Z. Novod	1177 Avenue of the Americas		New York	NY	10036	212-715-9100	212-715-8000	gnovod@kramerlevin.com	Counsel Data Systems Corporation; EDS Information Services, LLC
Kramer Levin Naftalis & Frankel LLP	Thomas Moers Mayer	1177 Avenue of the Americas		New York	NY	10036	212-715-9100	212-715-8000	tmayer@kramerlevin.com	Counsel Data Systems Corporation; EDS Information Services, LLC
Kurtzman Carson Consultants	Sheryl Betance	2335 Alaska Ave		El Segundo	CA	90245	310-823-9000	310-823-9133	sbetance@kccllc.com	Noticing and Claims Agent
Latham & Watkins LLP	Robert J. Rosenberg	885 Third Avenue		New York	NY	10022	212-906-1370	212-751-4864	robert.rosenberg@lw.com	Counsel to Official Committee of Unsecured Creditors

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
Law Debenture Trust of New York	Daniel R. Fisher	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	daniel.fisher@lawdeb.com	Indenture Trustee
Law Debenture Trust of New York	Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	patrick.healy@lawdeb.com	Indenture Trustee
McDermott Will & Emery LLP	Jason J. DeJonker	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	jdejonker@mwe.com	Counsel to Recticel North America, Inc.
McDermott Will & Emery LLP	Peter A. Clark	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	pclark@mwe.com	Counsel to Recticel North America, Inc.
McTigue Law Firm	Cornish F. Hitchcock	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	conh@mctiquelaw.com	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
McTigue Law Firm	J. Brian McTigue	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	bmctigue@mctiquelaw.com	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Mesirow Financial	Leon Szlezinger	666 Third Ave	21st Floor	New York	NY	10017	212-808-8366	212-682-5015	lszlezinger@mesirrowfinancial.com	UCC Professional
Milbank Tweed Hadley & McCloy LLP	Gregory A Bray Esq Thomas R Kreller Esq James E Till Esq	601 South Figueroa Street	30th Floor	Los Angeles	CA	90017	213-892-4000	213-629-5063	gbray@milbank.com tkreller@milbank.com jtill@milbank.com	Counsel to Cerberus Capital Management LP and Dolce Investments LLC
Morrison Cohen LLP	Joseph T. Moldovan, Esq.	909 Third Avenue		New York	NY	10022	2127358603	9175223103	jmoldovan@morrisoncohen.com	Counsel to Blue Cross and Blue Shield of Michigan
Northeast Regional Office	Mark Schonfeld, Regional Director	3 World Financial Center	Room 4300	New York	NY	10281	212-336-1100	212-336-1323	newyork@sec.gov	Securities and Exchange Commission
Office of New York State	Attorney General Eliot Spitzer	120 Broadway		New York City	NY	10271	212-416-8000	212-416-6075	william.dornbos@oag.state.ny.us	New York Attorney General's Office
O'Melveny & Myers LLP	Robert Siegel	400 South Hope Street		Los Angeles	CA	90071	213-430-6000	213-430-6407	rsiegel@omm.com	Special Labor Counsel
O'Melveny & Myers LLP	Tom A. Jerman, Rachel Janger	1625 Eye Street, NW		Washington	DC	20006	202-383-5300	202-383-5414	tjerman@omm.com	Special Labor Counsel
Pension Benefit Guaranty Corporation	Jeffrey Cohen	1200 K Street, N.W.	Suite 340	Washington	DC	20005	202-326-4020	202-326-4112	efile@pbgc.gov	Counsel to Pension Benefit Guaranty Corporation
Pension Benefit Guaranty Corporation	Ralph L. Landy	1200 K Street, N.W.	Suite 340	Washington	DC	20005-4026	2023264020	2023264112	landy.ralph@pbgc.gov	Chief Counsel to the Pension Benefit Guaranty Corporation
Phillips Nizer LLP	Sandra A. Riemer	666 Fifth Avenue		New York	NY	10103	212-841-0589	212-262-5152	sriemer@phillipsnizer.com	Counsel to Freescale Semiconductor, Inc., f/k/a Motorola Semiconductor Systems
Rothchild Inc.	David L. Resnick	1251 Avenue of the Americas		New York	NY	10020	212-403-3500	212-403-5454	david.resnick@us.rothschild.com	Financial Advisor
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	10018-1405	212-218-5500	212-218-5526	rdremluk@seyfarth.com	Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc.
Shearman & Sterling LLP	Douglas Bartner, Jill Frizzley	599 Lexington Avenue		New York	NY	10022	212-8484000	212-848-7179	dbartner@shearman.com jfrizzley@shearman.com	Local Counsel to the Debtors
Simpson Thatcher & Bartlett LLP	Kenneth S. Ziman, Robert H. Trust, William T. Russell, Jr.	425 Lexington Avenue		New York	NY	10017	212-455-2000	212-455-2502	kziman@stblaw.com rtrust@stblaw.com wrussell@stblaw.com	Counsel to Debtor's Prepetition Administrative Agent, JPMorgan Chase Bank, N.A.
Skadden, Arps, Slate, Meagher & Flom LLP	John Wm. Butler, John K. Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	312-407-0411	jbutler@skadden.com jlyonsch@skadden.com rmeisler@skadden.com	Counsel to the Debtor
Skadden, Arps, Slate, Meagher & Flom LLP	Kayalyn A. Marafioti, Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	212-735-2000	kmarafio@skadden.com tmatz@skadden.com	Counsel to the Debtor

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
Spencer Fane Britt & Browne LLP	Daniel D. Doyle	1 North Brentwood Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	ddoyle@spencerfane.com	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Spencer Fane Britt & Browne LLP	Nicholas Franke	1 North Brentwood Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	nfranke@spencerfane.com	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Stevens & Lee, P.C.	Chester B. Salomon, Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	2123198505	cp@stevenslee.com cs@stevenslee.com	Counsel to Wamco, Inc.
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	212-967-4258	altogut@teamtogut.com	Conflicts Counsel to the Debtors
Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	301 Commerce Street	Fort Worth	TX	76102	817-810-5250	817-810-5255	mwarner@warnerstevens.com	Proposed Conflicts Counsel to the Official Committee of Unsecured Creditors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	212-310-8077	harvey.miller@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	jeff.tanenbaum@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	martin.bienenstock@weil.com	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	michael.kessler@weil.com	Counsel to General Motors Corporation
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	1100 North Market Street	Wilmington	DE	19890	302-636-6058	302-636-4143	scimalore@wilmingtontrust.com	Creditor Committee Member/Indenture Trustee

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EXHIBIT C

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x	:	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----x		

ORDER DENYING INTERMET CORPORATION'S MOTION
FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM
("INTERMET ORDER")

Upon Intermet Corporation's Motion For Payment Of Administrative Expense Claim Pursuant To 11 U.S.C. §§ 503(a), 503(b), And 507(a)(2) (Docket No. 10874) (the "Motion"); and Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") having objected to the Motion (Docket No. 11075) (the "Objection"); and this Court having considered the documents and exhibits filed by Intermet Corporation ("Intermet") and the Debtors; and after due deliberation thereon; and good and sufficient cause appearing therefor for the reasons stated by the Court at the November 29, 2007 hearing (the "Hearing"),

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. The Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is core proceedings under 28 U.S.C. § 157. Venue of these cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.

B. Pursuant to the settlement agreement between Internet and the Debtors, submitted as Exhibit B to the Objection, Internet released, among other claims, all claims and rights related to the December 12, 2003, prepetition rebate agreement between Internet and Delphi Automotive Systems LLC, thereby releasing the right to recover the administration expenses sought to be paid in the Motion for the alleged failure to comply with the rebate agreement.

C. For the reasons stated by the Court at the Hearing, Internet has failed, in any event, to establish that it is entitled to administrative expense priority under the Bankruptcy Code.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED
THAT:

1. The Motion is denied.
2. Kurtzman Carson Consultants, LLC is hereby directed to serve this order on the Master Service List (as defined in the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20,

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Third Omnibus Claims Objection.

2006 (Docket No. 2883)), each party who filed a notice of appearance or request for documents in accordance with Rule 2002 of the Federal Rules of Bankruptcy Procedure, and Internet.

3. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied.

Dated: New York, New York
December 4, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
In re : Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
-----x

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007 EXPUNGING
WITH PREJUDICE PROOF OF CLAIM NUMBER 15630

("AZIMUTH NORTH AMERICA ORDER")

Upon the Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Claim No. 16474) (Docket No. 7301) (the "Eleventh Omnibus Claims Objection,") together with the Debtors' Supplemental Reply To The Response Of Azimuth North America LLC & Related Entities To The Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 10853) (the "Supplemental Reply") of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the Creditor's Request To Hold Matter In Abeyance, In Response To Debtors' Eleventh Omnibus Claims Objection (Docket No. 7665) and other documents filed by Claimant Azimuth North America

LLC & Related Entities (the "Claimant"); and the Court having considered the arguments of both parties at the hearing on this matter conducted on November 16, 2007 (the "Hearing"); and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. The Claimant was properly served with the Eleventh Omnibus Claims Objection and the Debtors' Supplemental Reply.

B. The Court has jurisdiction over the Eleventh Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Eleventh Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Eleventh Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. For the reasons more fully stated on the record at the Hearing, which are herein incorporated by reference, proof of claim number 15630 filed by the Claimant fails to state a claim as a matter of law.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Proof of claim number 15630 filed by the Claimant is hereby disallowed and expunged with prejudice.

2. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied.

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Eleventh Omnibus Claims Objections.

Dated: New York, New York
December 7, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT E

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

JOINT STIPULATION AND AGREED ORDER RESOLVING ROBERT BOSCH GMBH
MOTION TO AMEND PROOF OF CLAIM

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Robert Bosch GmbH ("Bosch") respectfully submit this Joint Stipulation And Agreed Order Resolving Bosch GmbH Motion To Amend Proof Of Claim (the "Joint Stipulation And Agreed Order") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 31, 2006, Robert Bosch GmbH filed proof of claim number 13623 against DAS LLC, which asserted an unsecured non-priority claim in excess of \$15 million ("Proof of Claim Number 13623") stemming from the alleged infringement of certain patents.

WHEREAS, on August 16, 2006, Robert Bosch GmbH filed proof of claim number 16220 ("Proof of Claim Number 16220") against DAS LLC, which amended Proof of Claim Number 13623, and asserts an unsecured non-priority claim in excess of \$15 million (the "Claim") also stemming from the alleged infringement of certain patents.

WHEREAS, on October 31, 2006, the Debtors objected to Proof of Claim Number Claim 13623 pursuant to the Debtors' Second Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed.R.Bankr.P. 3007 To Certain (I) Equity Claims, (II) Claims Duplicative Of Consolidated Trustee Or Agent Claims, And (III) Duplicated And Amended Claims (Docket No. 5451) and to Proof of Claim Number 16220 pursuant to the Debtors' (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P.

3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Unsubstantiated By Debtors' Books And Records, And (c) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452).

WHEREAS, on December 7, 2006, the Court entered an Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims (the "Claim Objection Procedures Order") (Docket No. 6088), which specifically stated that the procedures approved by that order did not apply to Robert Bosch GmbH.

WHEREAS, on January 17, 2007, the Court entered a Stipulation And Agreed Order Resolving Debtors' Second Omnibus Objection To Claims As To Robert Bosch GmbH (Docket No. 6637), which among other things disallowed and expunged Proof Of Claim Number 13623.

WHEREAS, on June 27, 2007, Robert Bosch GmbH filed its Motion To Amend Proof Of Claim (Docket No. 8412) (the "Motion To Amend"), and the hearing on the Motion To Amend was set for July 20, 2007 at 10:00 a.m. (prevailing Eastern time).

WHEREAS, on July 13, 2007, the Debtors filed their Objection To Bosch GmbH's Motion To Amend Proof Of Claim, and supporting Declaration Of William Cosnowski, Jr. (Docket Nos. 8618 & 8619).

WHEREAS, on July 20, 2007, the Court entered the Joint Stipulation And Agreed Order Adjourning Hearing, Administratively Consolidating Claims, Disallowing And Expunging Proof Of Claim Number 16467 For Administrative Purposes, And Capping Proof Of Claim

16220 (Robert Bosch GMBH & Robert Bosch LLC) (Docket No. 8710), which adjourned the hearing on the Motion To Amend and set a maximum liability in the amount of \$15 million for Proof of Claim Number 16220.

WHEREAS, to resolve the Motion To Amend, the Debtors and Bosch acknowledge and agree that (i) patent number US 6,272,411 shall not be included in or form any basis for the Claim, and (ii) the Debtors will not object to the Claim on grounds relating to the proper ownership between Robert Bosch LLC and Robert Bosch GmbH as to the remaining patents specified in the Claim.

THEREFORE, the Debtors and Bosch stipulate and agree as follows:

1. The Motion to Amend is resolved in accordance with this Joint Stipulation And Agreed Order.
2. Patent number US 6,272,411 shall not be included in or form any basis for the Claim.
3. The Debtors will not object to the Claim on grounds relating to the proper ownership between Robert Bosch LLC and Robert Bosch GmbH as to the remaining patents specified in the Claim.
4. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any claim asserted against any of the Debtors.

So Ordered in New York, New York, this 12th day of November, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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EXHIBIT F

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, et al.,	:
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Debtors.	:
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Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER COMPROMISING AND ALLOWING
PROOFS OF CLAIM NUMBERS 2023, 6321, 8341, 8787, 9794, 9952, AND 12698
(CONTRARIAN FUNDS LLC)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") and Delphi Mechatronic Systems, Inc. ("Mechatronic"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Contrarian Funds LLC ("Contrarian") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 2023, 6321, 8341, 8787, 9794, 9952, And 12698 (Contrarian Funds LLC) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on February 14, 2006, Wisconsin Oven Corporation ("Wisconsin Oven") filed proof of claim number 2023 against Delphi, asserting an unsecured non-priority claim in the amount of \$57,085.20 ("Claim 2023") arising from the sale of goods.

WHEREAS on May 19, 2006, SSOE, Inc. ("SSOE") filed proof of claim number 6321 against Delphi, asserting an unsecured non-priority claim in the amount of \$31,991.00 ("Claim 6321") arising from the sale of goods.

WHEREAS on June 16, 2006, Triumph LLC ("Triumph") assigned its interest to Contrarian pursuant to a Notice of Transfer (Docket No. 4247).

WHEREAS on June 22, 2006, Twoson Tool Company ("Twoson") filed proof of claim number 8341 against Mechatronic, asserting an unsecured non-priority claim in the amount of \$15,840.26 ("Claim 8341") arising from the sale of goods and services.

WHEREAS on June 30, 2006, Master Tool And Die, Inc. ("Master Tool") filed

proof of claim number 8787 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$99,659.90 ("Claim 8787") arising from the sale of goods.

WHEREAS on July 18, 2006, Contrarian, as assignee of Triumph LLC filed proof of claim number 9794 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$84,265.84 ("Claim 9794") arising from the sale of goods to DAS LLC.

WHEREAS on July 19, 2006, Ferro Electronic Materials ("Ferro") filed proof of claim number 9952 against Delphi, asserting an unsecured non-priority claim in the amount of \$70,551.74 ("Claim 9952") arising from the sale of goods.

WHEREAS on July 28, 2006, Contrarian, as assignee of Trelleborg Prodyn, Inc. filed proof of claim number 12698 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$181,840.88 ("Claim 12698," and together with Claims 2023, 8341, 8787, and 9952, 9794, the "Claims") arising from the sale of goods.

WHEREAS on January 12, 2007, Wisconsin Oven assigned its interest in Claim 2023 to Contrarian pursuant to a Notice of Transfer (Docket No. 6586).

WHEREAS on January 12, 2007, Ferro assigned its interest in Claim 9952 to Contrarian pursuant to a Notice of Transfer (Docket No. 6587).

WHEREAS on January 17, 2007, Master Tool assigned its interest in Claim 8787 to Contrarian pursuant to a Notice of Transfer (Docket No. 6627).

WHEREAS on February 15, 2007, the Debtors objected to Claims 8341 and 9794 pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 9698) (the "Ninth Omnibus Claims Objection"), and on

March 16, 2007, the Debtors objected to Claims 2023, 6321, 8787, 9952, and 12698 pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 7301) (the "Eleventh Omnibus Claims Objection").

WHEREAS on March 15, 2007, Twoson assigned its interest in Claim 8341 to Contrarian pursuant to a Notice of Transfer (Docket No. 7268).

WHEREAS on March 15, 2007 Contrarian filed its Response To Debtors' Eighth And Ninth Omnibus Claims Objections (Docket No. 7276), and on April 13, 2007 Contrarian filed its Response To Debtors' Tenth and Eleventh Omnibus Claims Objections (Docket No. 7672) (together, the "Responses").

WHEREAS on March 20, 2007, SSOE assigned its interest in Claim 6321 to Contrarian pursuant to a Notice of Transfer (Docket No. 7353).

WHEREAS on December 4, 2007, to resolve the Ninth and Eleventh Omnibus Claims Objections with respect to the Claims, DAS LLC, Mechatronic, and Contrarian entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 2023 shall be allowed against DAS LLC in the amount of \$39,690.90.

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 6321 shall be allowed against DAS LLC in the amount of \$25,416.00.

WHEREAS pursuant to the Settlement Agreement, Mechatronic acknowledges and agrees that Claim 8341 shall be allowed against Mechatronic in the amount of \$14,280.26.

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and

agrees that Claim 8787 shall be allowed against DAS LLC in the amount of \$98,184.90.

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9794 shall be allowed against DAS LLC in the amount of \$84,265.84.

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9952 shall be allowed against DAS LLC in the amount of \$70,551.73.

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 12698 shall be allowed against DAS LLC in the amount of \$173,462.90.

WHEREAS, nothing in this Stipulation and Order, including without limitation the recital paragraphs hereof, shall be deemed to conclusively determine that any transfer of any of the Claims constitutes a sale to Contrarian or constitutes an assignment to Contrarian. Notwithstanding anything in this Stipulation and Order to the contrary including, without limitation, the recital paragraphs hereof, Contrarian expressly reserves the right to characterize any transfer of any of the Claims as a sale to Contrarian or to characterize any transfer of any of the Claims as an assignment to Contrarian and the Debtors expressly reserve the right to contest the same.

WHEREAS DAS LLC and Mechatronic are authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by the Delphi Bankruptcy Court on June 26, 2007.

THEREFORE, the Debtors and Contrarian stipulate and agree as follows:

1. Claim 2023 shall be allowed in the amount of \$39,690.90 and shall be

treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. Claim 6321 shall be allowed in the amount of \$25,416.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

3. Claim 8341 shall be allowed in the amount of \$14,280.26 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.

4. Claim 8787 shall be allowed in the amount of \$98,184.90 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

5. Claim 9794 shall be allowed in the amount of \$84,265.84 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

6. Claim 9952 shall be allowed in the amount of \$70,551.73 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

7. Claim 12698 shall be allowed in the amount of \$173,462.90 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

8. The Ninth and Eleventh Omnibus Claims Objections and the Responses to the Ninth and Eleventh Omnibus Claims Objections are deemed resolved with respect to the Claims.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, et al.,	:
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Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER DISALLOWING AND
EXPUNGING PROOFS OF CLAIM NUMBERS 16610 AND 16611
(STATE OF NEW JERSEY DIVISION OF TAXATION)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and State Of New Jersey, Division Of Taxation ("New Jersey") respectfully submit this Joint Stipulation And Agreed Order Disallowing And Expunging Proofs Of Claim Numbers 16610 And 16611 (State Of New Jersey Division Of Taxation) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on June 4, 2007, New Jersey filed proof of claim number 16610 against Delphi, which asserts an administrative claim in the amount of \$171,000.00 ("Claim No. 16610") for certain taxes allegedly owed by Delphi and certain affiliated Debtors to New Jersey.

WHEREAS, on June 4, 2007, New Jersey filed proof of claim number 16611 against Delphi, which asserts an unsecured priority claim in the amount of \$448,527.31 ("Claim No. 16611") for certain taxes allegedly owed by Delphi and certain affiliated Debtors to New Jersey.

WHEREAS, on July 13, 2007, the Debtors objected to the Claim No. 16610 and Claim No. 16611 pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

WHEREAS, on August 9, 2007, New Jersey filed its Response The State Of New Jersey, Division Of Taxation's Opposition To Debtors' Nineteenth Omnibus Objection (Substantive) To Claims (Docket No. 8956) (the "First Response").

WHEREAS, on September 4, 2007, New Jersey filed proof of claim number 16649 against Delphi, which asserts an administrative claim in the amount of \$36,000.00 (Claim No. 16649) for certain taxes allegedly owed by Delphi and certain affiliated Debtors to New Jersey.

WHEREAS, on September 4, 2007, New Jersey filed proof of claim number 16650 against Delphi, which asserts an unsecured priority claim in the amount of \$133,911.40 (Claim No. 16650) for certain taxes allegedly owed by Delphi and certain affiliated Debtors to New Jersey.

WHEREAS, on September 21, 2007, the Debtors objected to Claim No. 16649 and Claim No. 16650 pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection").

WHEREAS, on October 18, 2007, New Jersey filed its Response The State Of New Jersey, Division Of Taxation's Opposition To Debtors' Twenty-First Omnibus Objection To Claims (Docket No. 10633).

WHEREAS, Claim No. 16649 amends and supersedes Claim No. 16610 and Claim No. 16650 amends and supersedes Claim No. 16611.

WHEREAS, Delphi and New Jersey acknowledge and agree that Claim No. 16610 and Claim No. 16611 shall be disallowed and expunged in their entirety.

THEREFORE, the Debtors and New Jersey stipulate and agree as follows:

1. Claim No. 16610 shall be disallowed and expunged in its entirety.
2. Claim No. 16611 shall be disallowed and expunged in its entirety.
3. Upon entry of this Stipulation and Agreed Order, New Jersey's First Response to the Nineteenth Omnibus Claims Objection with respect to Claim No. 16610 and Claim No. 16611 shall be deemed withdrawn with prejudice.
4. The Debtors' pending objection to Claim No. 16650 on the Twenty-First Omnibus Claims Objection is deemed to include an objection on the basis that Claim No. 16650 is not supported by the Debtors' books and records.
5. The Debtors fully reserve their rights (a) to object to any claim filed by, New Jersey on any basis whatsoever and (b) to seek disallowance and/or reduction of any claim filed by, New Jersey, in whole or in part, on any basis whatsoever.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER (I) COMPROMISING
PROOF OF CLAIM NUMBER 16396 AND (II) DISALLOWING AND
EXPUNGING PROOF OF CLAIM NUMBER 7219
(CITY OF VANDALIA, OHIO)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases, including Delphi Automotive Systems LLC ("DAS LLC," and collectively, the "Debtors"), and City of Vandalia, Ohio ("Vandalia") respectfully submit this Joint Stipulation And Agreed Order (I) Compromising Proof Of Claim Number 16396 And (II) Disallowing And Expunging Proof Of Claim Number 7219 (City Of Vandalia, Ohio) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on May 31, 2006, Vandalia filed proof of claim number 7219 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$46,961.95 ("Claim Number 7219") arising from the prepetition withholding of taxes from the wages of the employees at DAS LLC's plant in Vandalia.¹

WHEREAS, on July 13, 2007, the Debtors objected to Claim Number 7219

¹ On June 8, 2006, Vandalia filed proof of claim number 7624 against Delphi, asserting an unsecured non-priority claim in the amount of \$22,307.18 ("Claim Number 7624") arising from the cost of utilities at the DAS LLC plant in Vandalia. Claim Number 7624 supersedes the prior scheduled amount of \$21,284.63. On June 15, 2007, the Debtors objected to Claim Number 7624 pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) ("Seventeenth Omnibus Claims Objection"). Vandalia did not file a response to the Seventeenth Omnibus Objection. On July 26, 2007, this Court entered the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Disallowing And Expunging Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation Identified In Seventeenth Omnibus Claims Objection (Docket No. 8737), reclassifying Claim Number 7624 so that the claim is now asserted against DAS LLC, but preserving the right of the Debtors and other parties-in-interest to later object to Claim Number 7624 on other grounds.

pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

WHEREAS, on August 9, 2007, Vandalia filed its Response Of City of Vandalia, Ohio To Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject to Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8987) (the "Response") pursuant to which Vandalia alleged that Claim Number 7219 asserts claims against DAS LLC on account of withholding taxes for 2004.

WHEREAS, on October 31, 2006, Vandalia filed proof of claim number 16396 against DAS LLC, to amend Claim Number 7623² and pursuant to which Vandalia asserts a priority claim in the amount of \$44,356.98 ("Claim Number 16396"), arising from withholding taxes related to the DAS LLC plant in Vandalia prior to the Petition Date.

² On June 8, 2006, Vandalia filed proof of claim number 7623 against DAS LLC, asserting a priority claim in the amount of \$20,603.98 ("Claim Number 7623") arising from withholding taxes related to the DAS LLC plant in Vandalia prior to the Petition Date. On March 16, 2007, the Debtors objected to Claim Number 7623 pursuant to the Debtors' Tenth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims And (B) Equity Claims (Docket No. 7300) ("Tenth Omnibus Claims Objection"). Vandalia did not file a response to the Tenth Omnibus Objection. On April 23, 2007, this Court entered the Order Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 Disallowing And Expunging (A) Duplicate And Amended Claims and (B) Equity Claims Identified in Tenth Omnibus Claims Objection (Docket No. 7772), disallowing and expunging Claim Number 7623 in its entirety, identifying Claim Number 16396 as the surviving claim, and preserving the right of the Debtors and other parties-in-interest to later object to Claim Number 16396 on other grounds.

WHEREAS, on May 22, 2007, the Debtors objected to Claim Number 16396 pursuant to the Debtors' Fifteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims And Untimely Tax Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 7999) ("Fifteenth Omnibus Claims Objection"), reclassifying Claim Number 16396 as a general unsecured claim. Vandalia did not file a response to the Fifteenth Omnibus Claims Objection.

WHEREAS, on June 29, 2007, this Court entered the Order Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 Disallowing And Expunging Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims And Untimely Tax Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation Identified In Fifteenth Omnibus Claims Objection (Docket No. 8443), providing that Claim Number 16396 shall be reclassified to a general unsecured claim that shall not be entitled to a recovery in an amount exceeding \$23,753.00 against DAS LLC and shall be subject to future objection by the Debtors and other parties-in-interest.

WHEREAS, on November 27, 2007, DAS LLC and Vandalia entered into a settlement agreement among other things, to resolve the Nineteenth Omnibus Claims Objection with respect to Claim Number 7219 and to reclassify Claim Number 16396 (the "Settlement Agreement").

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503

And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

WHEREAS, in connection with certain environmental claims asserted against DAS LLC, Delphi and Vandalia have jointly drafted a groundwater ordinance (the "Groundwater Ordinance"). Once the Groundwater Ordinance becomes effective, Delphi will indemnify Vandalia solely for certain claims related to the Groundwater Ordinance, as specified in an indemnification agreement between the two parties dated November 27, 2007 which agreement limits Delphi's liability to a maximum of \$1 million.

THEREFORE, the Debtors and Vandalia stipulate and agree as follows:

1. Proof of Claim Number 16396 shall be reclassified as a priority claim and shall be entitled to a recovery in an amount no greater than \$23,753.00.
2. Proof of Claim Number 7219 shall be disallowed with prejudice and expunged in its entirety.
3. Vandalia shall withdraw its Response to the Nineteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 12th day of November, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOFS OF CLAIM NUMBERS 11566, 11567, AND 11568
(ON SEMICONDUCTOR COMPONENTS INDUSTRIES LLC AND SPCP GROUP LLC)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), Delphi Mechatronic Systems, Inc. ("Delphi Mechatronic"), and Delco Electronics Overseas Corporation ("DEOC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), On Semiconductor Components Industries LLC ("ON"), and SPCP Group LLC ("SPCP," and together with ON, the "Claimants"), respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 11566, 11567, 11568 (On Semiconductor Components Industries LLC And SPCP Group LLC) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 17, 2005, ON submitted a demand to the Debtors asserting a reclamation claim in the amount of \$1,648,599.77 (the "Reclamation Demand").

WHEREAS on July 27, 2006, ON filed proof of claim number 11566 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$5,764,040.00 and reserving the right to assert any or all of the claim as a reclamation claim ("Claim 11566"), proof of claim number 11567 against DEOC, asserting an unsecured non-priority claim in the amount of \$24,141.71 ("Claim 11567"), and proof of claim number 11568 against Delphi Mechatronic, asserting an unsecured non-priority claim in the amount of \$30,102.47 ("Claim 11568," together with Claim 11566 and Claim 11567, the "Claims"), all of which arise from the sale of goods.

WHEREAS the Debtors agree with the amounts asserted in Claim 11567 and

Claim 11568 as filed.

WHEREAS on January 18, 2007, ON transferred Claim 11566 to SPCP Group LLC pursuant to a notice of transfer (Docket No. 6641) and on February 7, 2007, ON transferred Claims 11567 and 11568 to SPCP Group LLC pursuant to notices of transfer (Docket Nos. 6865 and 6866).

WHEREAS, on June 15, 2007, the Debtors objected to Claim 11566 pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) ("Seventeenth Omnibus Claims Objection").

WHEREAS, on July 10, 2007, ON filed its Response Of ON Semiconductor Industries LLC To Debtors Seventeenth Omnibus Objection To Claims (Docket No. 8513) (the "Response").

WHEREAS on November 27, 2007, DAS LLC, DEOC, Delphi Mechatronic, ON, and SPCP entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 11566 shall be allowed against DAS LLC in the amount of \$5,764,040.00.

WHEREAS pursuant to the Settlement Agreement, DEOC acknowledges and agrees that Claim 11567 shall be allowed against DEOC in the amount of \$24,141.71.

WHEREAS pursuant to the Settlement Agreement, Delphi Mechatronic acknowledges and agrees that Claim 11568 shall be allowed against Delphi Mechatronic in the

amount of \$30,102.47.

WHEREAS pursuant to the Settlement Agreement, SPCP acknowledges and agrees that it shall withdraw the Reclamation Demand.

WHEREAS DAS LLC, DEOC, and Delphi Mechatronic are authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and the Claimants stipulate and agree as follows:

1. Claim No. 11566 shall be allowed in the amount of \$5,764,040.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. Claim No. 11567 shall be allowed in the amount of \$24,141.71 and shall be treated as an allowed general unsecured non-priority claim against the estate of DEOC.

3. Claim No. 11568 shall be allowed in the amount of \$30,102.47 and shall be treated as an allowed general unsecured non-priority claim against the estate of Delphi Mechatronic.

4. SPCP agrees that it shall and does hereby withdraw its Reclamation Demand with prejudice.

5. ON agrees that it shall withdraw its Response to the Seventeenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 12th day of August, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 16470
(ILLINOIS DEPARTMENT OF REVENUE)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Illinois Department of Revenue ("Illinois") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 16470 (Illinois Department of Revenue) and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on January 3, 2007, Illinois filed proof of claim number 16470 against Delphi which asserts a claim in the total amount of \$257,658.77, consisting of (i) an unsecured priority claim in the amount of \$222,477.02 (corresponding to \$206,847.00 for allegedly unpaid taxes and \$15,630.02 for prepetition interest), and (ii) a general unsecured claim in the amount of \$35,181.75 for prepetition penalties (collectively, the "Claim") arising from certain taxes allegedly owed by Delphi to Illinois.

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Insufficiently Documented Claims, (b) Claims Not Reflected On Debtors' Books And Records, (c) Protective Insurance Claims, (d) Insurance Claims Not Reflected On Debtors' Books And Records, (e) Untimely Claims And Untimely Tax Claims, And (f) Claims Subject To Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 29, 2007, Illinois filed its Creditor Illinois Department Of Revenue's Response To Debtor's Thirteenth Omnibus Objection To Claims (Docket No. 8141) (the "First Response"), and, on June 18, 2007, Illinois filed its Creditor Illinois Department Of Revenue's Supplemental Response To Debtor's Thirteenth Omnibus Objection To Claims (Docket No. 8283) (together with the First Response, the "Responses").

WHEREAS, on November 30, 2007, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, Delphi and Illinois entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, Delphi acknowledges and agrees that the Claim shall be allowed against Delphi in the amount of \$222,477.02 (corresponding to \$206,847.00 in taxes and \$15,630.02 in prepetition interest).

WHEREAS, Delphi is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Illinois stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$222,477.02 (corresponding to \$206,847.00 in taxes and \$15,630.02 in prepetition interest) and shall be treated as an allowed unsecured priority tax claim against the estate of Delphi.
2. Illinois shall withdraw its Responses to the Thirteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

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<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER TO WITHDRAWAL WITHOUT
PREJUDICE OF PROOF OF CLAIM 11198
(DONALD R. AND SARAH E. SWEETON)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Donald R. Sweeton and Sarah E. Sweeton (the "Sweetons") respectfully submit this Joint Stipulation And Agreed Order To Withdrawal Without Prejudice Of Proof Of Claim 11198 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, the Sweetons filed proof of claim number 11198 (the "Proof of Claim") on July 25, 2006. The Proof of Claim asserts an unsecured claim in the amount of \$326,713.00 against DAS LLC.

WHEREAS, the Proof of Claim arises out of an on-going real property lease (the "Lease") entered into between the Sweetons and DAS LLC, which has not yet been assumed or rejected by the Debtors, and is protective in nature.

WHEREAS, on February 15, 2007, the Debtors objected to Proof of Claim Number 11198 pursuant to the Debtors' Eighth Omnibus Objection (Procedural) Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Duplicate and Amended Claims, (B) Claims Duplicative of Consolidated Trustee Claim, (C) Equity Claims, and (D) Protective Claims (Docket No. 6962) (the "Eighth Omnibus Claims Objection").

WHEREAS, on March 6, 2007, the Sweetons filed their Response to Motion Debtors' Eighth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. Section 502(b) And

Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Claims Duplicative Of Consolidated Trustee Claim, (C) Equity Claims, And (D) Protective Claims (Docket No. 7130) (the "Response").

WHEREAS, the Debtors have neither assumed nor rejected the Lease that forms the bases of the Proof of Claim.

WHEREAS, in the event the Debtors reject the Lease under 11 U.S.C. § 365, the Debtors acknowledge and agree that the Proof of Claim will be deemed to be reinstated without further action or notice from the Sweetons.

Whereas, the Debtors and other parties in interests reserve the right to object to the Proof of Claim.

THEREFORE, the Debtors and the Sweetons stipulate and agree and the Court orders as follows:

1. The Proof of Claim is hereby withdrawn by the Sweetons without prejudice.
2. In the event that the Debtors reject the Lease, the Proof of Claim shall be automatically reinstated without further notice or action from the Sweetons.
3. The Sweetons shall withdraw their Response to the Eighth Omnibus Claims Objection.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 16506
(HOWARD COUNTY, INDIANA)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Howard County, Indiana ("Howard County") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 16506 (Howard County, Indiana) and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Delphi Bankruptcy Court").

WHEREAS, on February 2, 2007, Howard County filed an amended proof of claim number 16506 against DAS LLC, which asserts (i) a secured claim in the amount of \$2,069,991.66 and (ii) an unsecured priority tax claim in the amount of \$5,076,914.92 (collectively, the "Claim") stemming from certain taxes allegedly owed by DAS LLC to Howard County.

WHEREAS, on July 13, 2007, the Debtors objected to the Claim pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject to Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

WHEREAS, on September 4, 2007, the Delphi Bankruptcy Court entered the Joint Stipulation And Agreed Order (I) Adjourning Hearing On Debtors' Nineteenth Omnibus Claims Objection With Respect To Proof Of Claim Number 16506 And (II) Capping Proof Of Claim Number 16506 (Howard County, Indiana) (Docket No. 9250).

WHEREAS, on September 6, 2007, Howard County filed its Response Of Howard County, Indiana To The Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject to Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims [Docket No. 8617] (Docket No. 9260) (the "Response").

WHEREAS, on November 19, 2007, to resolve the Nineteenth Omnibus Claims Objection with respect to the Claim, DAS LLC and Howard County entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$6,497,209.88, with such amount corresponding to (a) a secured claim in the amount of \$1,881,810.60 and (b) an unsecured priority tax claim in the amount of \$4,615,399.28.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June

26, 2007.

THEREFORE, the Debtors and Howard County stipulate and agree as follows:

1. The Claim shall be and hereby is allowed in the amount of \$6,497,209.88, with such amount corresponding to (a) a secured claim in the amount of \$1,881,810.60 and (b) an unsecured priority tax claim in the amount of \$4,615,399.28.

2. Howard County shall withdraw its Response to the Nineteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBERS 11026 AND 11027
(RECTICEL INTERIORS NORTH AMERICA, LLC AND AMROC INVESTMENTS, LLC)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Recticel Interiors North America, LLC f/k/a Recticel North America, Inc. ("Recticel"), and Amroc Investments, LLC ("Amroc") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 11026 And 11027 (Recticel Interiors North America, LLC And Amroc Investments, LLC) (this "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 26, 2006, Recticel filed proof of claim number 11026 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$1,605,444.08 plus unliquidated amounts ("Claim 11026") arising from the delivery of goods prior to the Petition Date.

WHEREAS, on July 26, 2006, Recticel filed proof of claim number 11027 against DAS LLC, asserting a secured claim, an unsecured priority claim, and/or an unsecured non-priority claim in the total amount of \$744,823.79 plus unliquidated amounts (collectively, "Claim 11027," and together with Claim 11026, the "Claims") arising from the delivery of goods prior to the Petition Date.

WHEREAS, on August 3, 2006, Recticel assigned a portion of its interest in Claim 11026 to Amroc pursuant to a Notice of Transfer (Docket No. 4882).

WHEREAS, on October 31, 2006, the Debtors objected to the Claims pursuant to

the Debtors' (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Unsubstantiated By Debtors' Books And Records, And (c) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452) (the "Third Omnibus Claims Objection").

WHEREAS, on November 21, 2006, Recticel filed its Response Of Recticel Interiors North America, LLC f/k/a Recticel North America, Inc. To The Debtors' Third Omnibus Objection To Claims (Docket No. 5647) (the "Response").

WHEREAS, on September 28, 2007, this Court entered the Order Pursuant To 11 U.S.C. §§ 105(a) And 502(c) (a) Estimating And Setting Maximum Cap On Certain Contingent Or Unliquidated Claims And (b) Approving Expedited Claims Estimation Procedures (Docket No. 9685), pursuant to which, among other things, Claim 11026 was estimated and set at a maximum cap amount of \$1,605,444.08 and Claim 11027 was estimated and set at a maximum cap amount of \$61,330.16, both solely for the purposes of tabulating votes on and setting appropriate reserves under any plan of reorganization of the Debtors.

WHEREAS, on November 19, 2007, to resolve the Third Omnibus Claims Objection with respect to the Claims, DAS LLC, Recticel, and Amroc entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, among other things, DAS LLC acknowledges and agrees that (i) Claim 11026 shall be allowed against DAS LLC in the amount of \$1,034,454.35 and (ii) Claim 11027 shall be allowed against DAS LLC in the amount of \$61,330.16.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement

either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors, Recticel, and Amroc stipulate and agree as follows:

1. As expressly set forth in the Settlement Agreement, Claim 11026 shall be allowed in the amount of \$1,034,454.35 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. As expressly set forth in the Settlement Agreement, Claim 11027 shall be allowed in the amount of \$61,330.16 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

3. Recticel shall withdraw its Response to the Third Omnibus Claims Objection with prejudice.

4. This Joint Stipulation does not impact, alter or affect any other proofs of claim or reclamation demands that Amroc may file or otherwise assert against the Debtors, and it pertains solely to the Claims.

5. With respect to any conflict between this Joint Stipulation and the Settlement Agreement, the terms of the Settlement Agreement shall apply.

So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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LLC f/k/a Recticel North America, Inc.

EXHIBIT N

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	:
DELPHI CORPORATION, et. al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: Jointly Administered
-----X	

**JOINT STIPULATION AND AGREED ORDER IN RESPECT OF
DEBTORS' CLAIMS ESTIMATION MOTION AND THIRD OMNIBUS
OBJECTION TO CLAIMS OF CADENCE INNOVATION LLC**

On or about July 20, 2006, Cadence Innovation LLC ("Cadence") filed Proof of Claim Nos. 10074, 10077, 10078, 10079, 10080, 10081, 10082, 10083, 10084, 10085, 10086, 10087, 10088, 10089, 10090, 10091, 10092, 10093, 10094, 10095, 10096, 10097, 10098, 10099, 10100, 10101, 10102, 10103, 10104, 10105, 10106, 10107, 10108, 10109, 10110, 10111, 10112, 10113, 10114, 10115, 10116, and 10117 against Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), styled "Cadence, as successor in interest to Patent Holding Company" in respect of the claims asserted by Cadence against the Debtors¹ on account of their alleged direct and willful infringement

¹ The Debtors include: Delphi NY Holding Corporation; Delphi Corporation; ASEC Manufacturing General Partnership; Delphi Medical Systems Colorado Corporation; Delphi China LLC, ASEC Sales General Partnership; Delphi Medical Systems Texas Corporation; Delphi Automotive Systems Overseas Corporation; Delphi Automotive Systems Korea, Inc.; Delphi Automotive Systems International, Inc.; Delphi International Holdings Corp.; Aspire, Inc.; Delphi Connection Systems; Delphi International Services, Inc.; Environmental Catalysts, LLC; Specialty Electronics International, LTD; Delphi Automotive Systems Thailand, Inc.; Delco Electronic Overseas Corporation; Delphi Technologies, Inc.; Delphi Automotive Systems (Holding), Inc.; Exhaust Systems Corporation; Delphi Medical Systems Corporation; Delphi Diesel Systems Corp.; Delphi Integrated Service Solutions, Inc.; Packard Hughes Interconnect Company; Delphi Electronics (Holding) LLC; Delphi Mechatronic Systems, Inc.; Specialty Electronics, Inc.; Delphi Automotive Systems Tennessee, Inc.; Delphi LLC; Dreal, Inc.; Delphi Automotive Systems Risk Management Corp.; Delphi Automotive Systems Services LLC; Delphi Liquidation Holding Company; Delphi Foreign Sales Corporation; Delphi Services Holding Corporation; Delphi Automotive Systems Human Resources LLC; Delphi

of three patents in the District Court for the Eastern District of Michigan, Southern Division (Case No. 99-76013) (the "Action").

On October 31, 2006, the Debtors filed their Second Omnibus Objection to Claims (the "Second Omnibus Objection") (Docket No. 5451). In the Second Omnibus Objection, the Debtors sought to disallow and expunge Proof of Claim Nos. 10074, 10077, 10078, 10079, 10080, 10081, 10082, 10083, 10084, 10085, 10086, 10087, 10088, 10089, 10090, 10091, 10092, 10093, 10094, 10095, 10096, 10097, 10098, 10099, 10101, 10102, 10103, 10104, 10105, 10106, 10107, 10108, 10109, 10110, 10112, 10113, 10114, 10115, 10116, 10117 (the so-called, "Duplicative Claims") as duplicative of Cadence Proof of Claim 10100 (the "Delphi Corporation Claim"); with the Delphi Corporation Claim remaining on the Debtors' claims register.²

On October 31, 2006, the Debtors filed their Third Omnibus Objection to Claims (the "Third Omnibus Objection") (Docket No. 5452). In the Third Omnibus Objection, the Debtors sought to disallow and expunge the Delphi Corporation Claim (Claim No. 10100) and Proof of Claim No. 10111 (the "Delphi Automotive Systems LLC Claim", collectively, the "Surviving Claims") because "the Debtors determined that [the Surviving Claims] assert liabilities or dollar amounts not owing pursuant to the Debtors' books and records[.]"

On November 13, 2006, Cadence submitted its Response to the Second Omnibus Objection (Docket No. 5767) and its Response to the Third Omnibus Objection (Docket No. 5769) where it contended respectively that (i) the Duplicative Claims are not duplicative of the Delphi Corporation Claim, but rather reflect the fact that the Debtors

Automotive Systems Global (Holding) Inc.; Delphi Automotive Systems LLC ("DAS LLC"); Furukawa Wiring Systems LLC; Delphi-Receivables LLC; and MobileAria, Inc.

² The Second Omnibus Objection did not assert an objection to Proof of Claim No. 10111.

operate numerous subsidiaries and affiliates and those affiliates may have separate and independent liability for infringing Cadence's patents and (ii) the Third Omnibus Objection did not rebut the presumption of allowability of the Surviving Claims.

On January 17, 2007, after Cadence and the Debtors agreed to terms resolving the Second Omnibus Objection, the Court entered its order (the "Second Omnibus Order") (Docket No. 6634) providing, in pertinent part, that (i) the Duplicative Claims were disallowed and expunged in their entirety, (ii) the Delphi Corporation Claim shall remain on the Debtors' claims register,³ and (iii) to the extent the Duplicative Claims were filed against the correct Debtor or Debtors, entry of the Second Omnibus Order would not prejudice Cadence's right to reassert the relevant Duplicative Claim against the appropriate Debtor or Debtors.

On February 26, 2007, after Cadence and the Debtors agreed to terms resolving the Third Omnibus Objection in part, the Court entered its order (the "Third Omnibus Order") (Docket No. 7046) providing, in pertinent part, that (i) the Surviving Claims – Proofs of Claim Nos. 10100 and 10111 – shall remain on the Debtors' claims register and (ii) the Surviving Claims shall remain on the Debtors' claims register.

On September 7, 2007, the Debtors filed their Motion For Order Pursuant To 11 U.S.C. §§ 105(a) And 502(c) (a) Estimating And Setting Maximum Cap On Certain Contingent Or Unliquidated Claims And (b) Approving Expedited Claims Estimation Procedures (the "Claims Estimation Motion") (Docket No. 9297).

³ As noted in Footnote 2 above, the Second Omnibus Objection did not assert an objection to the Delphi Automotive Systems Claim. Accordingly, the Second Omnibus Order did not affect the Delphi Automotive Systems Claim; the Delphi Automotive Systems Claim remained on the Debtors' claims register.

On October 8, 2007, Cadence filed with the United States District Court for the Southern District of New York its Motion Seeking Mandatory Withdrawal of the Reference of Debtors' Motion for Order Pursuant to 11 U.S.C. §§ 105(a) and 502(c) (A) Estimating and Setting Maximum Cap on Cadence Innovation LLC's Unliquidated Claim and (B) Approving Expedited Claims Estimation Procedures (the "Withdrawal Motion") (Docket No. 10493).

On November 26, 2007 to resolve the Third Omnibus Objection and the Claims Estimation Motion, Delphi and Cadence entered into a settlement agreement (the "Settlement Agreement"), pursuant to which they seek entry of this Stipulation And Agreed Order.

Pursuant to the Settlement Agreement, Delphi acknowledges and agrees that Delphi shall provide Cadence with an allowed claim in the amount of \$3,750,000.00 (the "Allowed Claim") against the estate of DAS LLC and will not seek to reduce, offset, challenge, object, or make any other modifications or reductions to the Allowed Claim that would interfere with timely and full payment of the Allowed Claim.

DAS LLC is the only Debtor entity that manufactured and/or sold the allegedly infringing products at issue in the Action.

Delphi is authorized to enter into the Settlement Agreement pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by the Court on June 26, 2007.

ORDERED, ADJUDGED, AND DECREED THAT:

1. For administrative convenience only, and without prejudice to Cadence's rights against any of the Debtors, Proofs of Claim Numbers 10100 and 10111 are deemed consolidated into Proof of Claim Number 10100.

2. Subject to Paragraph 1 of this Stipulation and Agreed Order, Proof of Claim Number 10111 shall be and is hereby expunged

3. Proof of Claim Number 10100 shall be allowed in the amount of \$3,750,000.00 (the "Allowed Claim") and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC. The Allowed Claim will not be subject to reduction, offset, challenge, objection, or other modifications or reductions by the Debtors or their estates, successors, or assigns and will make timely payment (through a distribution or otherwise) of the Allowed Claim in accordance with any subsequently confirmed plan of reorganization ("Plan").

4. In the event that the Court confirms a Plan that does not provide for a recovery for holders of general unsecured claims that amounts, in the aggregate, to the principal amount of such holders' claims plus accrued postpetition interest at negotiated Plan value, a "par plus accrued recovery at Plan value," then Cadence may reassert the Claim against Debtors other than DAS LLC by filing such a reasserted claim with the Court and serve such reasserted claim on the claims agent in these chapter 11 cases and counsel for the Debtors. Cadence shall have not less than 90 days after notice of such to reassert the Claim. The rights of the Debtors to object to the same are reserved and nothing in this Stipulation and Agreed Order constitutes or should be construed to waive

those or any other rights. Notwithstanding the foregoing, Cadence reserves its right to object to any proposed Plan and/or the substantive consolidation of the Debtors.

5. The Debtors and Cadence each reserve the right to request, or to object to any request, that this Court modify the Debtor or Debtors against which Proof of Claim Number 10100 is asserted.

6. Cadence shall withdraw the Withdrawal Motion with prejudice and its Response to the Third Omnibus Objection with prejudice.

7. Except as expressly provided herein, nothing contained in this Stipulation shall be construed as an allowance of any of the Claims.

8. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Stipulation and Agreed Order.

Date: New York, New York
December 12, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

SKADDEN, ARPS, SLATE, MEAGHER
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ALSTON & BIRD LLP

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EXHIBIT O

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
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Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER (I) DISALLOWING
AND EXPUNGING PROOF OF CLAIM NUMBER 15611
AND (II) COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 12221
(SAMTECH CORPORATION AND MTRONICS.COM, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Samtech Corporation ("Samtech"), and Mtronics.com, Inc., successor by merger to Multitronics, Inc. ("Mtronics"), respectfully submit this Joint Stipulation And Agreed Order (i) Disallowing And Expunging Proof Of Claim Number 15611 And (ii) Compromising And Allowing Proof Of Claim Number 12221 (Samtech Corporation And Mtronics.com, Inc.) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Mtronics filed proof of claim number 12221 against Delphi Automotive Systems LLC ("DAS LLC") on July 28, 2006, which asserts an unsecured non-priority claim in the amount of \$377,283.79 (the "Mtronics Claim") stemming from alleged unpaid invoices for goods sold.

WHEREAS Samtech filed proof of claim number 15611 against Delphi on July 31, 2006, which asserts a secured claim in the amount of \$375,386.80 (the "Samtech Claim") stemming from alleged unpaid invoices for goods sold.

WHEREAS the Debtors objected to the Samtech Claim pursuant to the Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation And (b) Claims Not Reflected On The Debtors' Books And Records (Docket No. 6100) (the "Fifth Omnibus Claims Objection"), which was filed on December 8, 2006.

WHEREAS on January 3, 2007, Samtech filed its Response To Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation And (b) Claims Not Reflected On The Debtors' Books And Records (Docket No. 6400) (the "Fifth Omnibus Response").

WHEREAS the Debtors objected to the Mtronics Claim pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Not Reflected On The Debtors' Books And Records, (c) Untimely Claims, And (d) Claims Subject To Modification (Docket No. 6968) (the "Ninth Omnibus Claims Objection"), which was filed on February 15, 2007.

WHEREAS on March 14, 2007, Samtech filed Samtech Corporation's Response To Debtors' Request To Modify Claim No. 12221 Filed By Mtronics As Set Forth In Debtors' Ninth Omnibus Objection (Docket No. 7248) (the "Ninth Omnibus Response"), in which it opposed the relief requested by the Debtors in the Ninth Omnibus Claims Objection with respect to the Mtronics Claim.

WHEREAS Samtech has agreed not to seek payment from the Debtors for the Samtech Claim and has agreed that the Samtech Claim should be disallowed and expunged.

WHEREAS Mtronics does not oppose the relief requested in the Ninth Omnibus Claims Objection with respect to the Mtronics Claim.

WHEREAS on December, 2007, to resolve the Ninth Omnibus Claims Objection with respect to the Mtronics Claim, DAS LLC and Mtronics entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Mtronics Claim shall be allowed against DAS LLC in the amount of \$372,934.72.

WHEREAS DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

THEREFORE, the Debtors, Samtech, and Mtronics stipulate and agree as follows:

1. The Samtech Claim shall be disallowed and expunged in its entirety.
 2. The Mtronics Claim shall be reduced and allowed as a general unsecured claim in the amount of \$372,934.72 against DAS LLC.
 3. Samtech hereby withdraws both its Fifth Omnibus Response and its Ninth Omnibus Response.
 4. Nothing herein shall prejudice the parties' respective positions, including but not limited to the parties' respective claims, defenses and/or counterclaims in any future litigation or pending litigation styled, *Dephi Automotive Systems LLC f/k/a Delphi Delco Electronics Systems v. Shinwa International Holdings Ltd. f/k/a Shinwa Co. Ltd.; Samtech Corporation; Multitronics, Inc.; and Mtronics.com, Inc.*, pending in the United States District Court, Southern District of Indiana, Indianapolis Division; Cause No. 1:07-CV-0811-SEB-JMS.
- So Ordered in New York, New York, this 12th day of December, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Attorneys for Mtronics.com, Inc., successor
by merger to Multitronics, Inc.

EXHIBIT P

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
	:
----- X	

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

STIPULATION AND AGREED PROTECTIVE ORDER GOVERNING
PRODUCTION AND USE OF CONFIDENTIAL AND HIGHLY CONFIDENTIAL
INFORMATION IN CONNECTION WITH CERTAIN PROOFS OF CLAIM FILED BY
TECHNOLOGY PROPERTIES LTD.

This stipulation and agreed protective order is entered into and submitted to the Court in accordance with the agreement of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"), on the one hand, and Technology Properties, Ltd. ("Technology Properties"), on the other hand (the Debtors, and Technology Properties being collectively the "Parties"), that discovery requested and other information provided in connection with all claims asserted against Delphi and/or Debtors by Technology Properties regarding any patent of the Moore Microprocessor Patent Portfolio ("MMP Portfolio") allegedly owned by Technology Properties, including but not limited to certain proofs of claims filed by Technology Properties and objections filed thereto (the "Claims") and claims of infringement of any patent of the MMP Portfolio, may involve the production of information considered sensitive, confidential, personal, proprietary, and/or protected by statutory or other legal privilege; and it appearing to the Court that there is good and sufficient cause that the relief should be granted,

IT IS THEREFORE ORDERED:

1. The terms of this stipulation and agreed protective order (the "Stipulation and Protective Order") shall take full force and effect upon execution by the Parties.

2. Pursuant to Federal Rules of Civil Procedure 26(c), made applicable here through Federal Rules of Bankruptcy Procedure 7026 and Local Rule 7026-1, Rule 9018 of the Federal Rules of Bankruptcy Procedure, and sections 105 and 107 of the Bankruptcy Code, 11 U.S.C. §§ 101–1330, as amended (the "Bankruptcy Code"), this Stipulation and Protective Order shall govern all discovery by the Parties relating to the Claim.

INFORMATION SUBJECT TO THIS ORDER

3. For purposes of this Order, "**CONFIDENTIAL INFORMATION**" shall mean all information or material which is produced for or disclosed to a receiving party; which a producing party, including any party to this action and any non-party producing information or material voluntarily or pursuant to a subpoena or a court order, considers to constitute or to contain non-public confidential information, whether it is research, development, or commercial information or otherwise, and whether embodied in physical objects, documents, electronic data or the factual knowledge of persons or otherwise (and which has been so designated by the producing party). Any **CONFIDENTIAL INFORMATION** obtained by any party from any person pursuant to discovery in this litigation may be used only for purposes of preparation and litigation of the claims asserted against Delphi and/or Debtors by Technology Properties regarding any patent of the MMP Portfolio and for no other purpose.

4. Any document or tangible thing containing or including any **CONFIDENTIAL INFORMATION** may be designated as such by the producing party by marking it "**CONFIDENTIAL**" (or "**CONFIDENTIAL INFORMATION**") prior to or at the time copies are furnished to the receiving party. **CONFIDENTIAL INFORMATION** meeting

the criteria in Paragraph 19 for **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** may likewise be so marked.

5. At the request of any party, the original and all copies of any deposition transcript, in whole or in part, shall be marked “**CONFIDENTIAL**” (or “**CONFIDENTIAL INFORMATION**”) or “**COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**” by the reporter. Any portions so designated shall thereafter be separated and treated in accordance with the terms of this Order.

6. All **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** not reduced to documentary, tangible or physical form or which cannot be conveniently designated as set forth in Paragraph 4, shall be designated by the producing party by informing the receiving party of the designation in writing.

7. Any documents (including physical objects) made available for initial inspection by outside counsel for the receiving party prior to producing copies of selected items shall initially be considered, as a whole, to constitute **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** and shall be subject to this Order. Thereafter, the producing party shall have a reasonable time to review and designate the appropriate documents as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**, if warranted, prior to furnishing copies to the receiving party.

8. The following information is not **CONFIDENTIAL INFORMATION**:

(a) any information which at the time of disclosure to a receiving party is in the public domain;

(b) any information which after disclosure to a receiving party becomes part of the public domain as a result of publication not involving a violation of this Order;

(c) any information which a receiving party can show was received by it, whether before or after the disclosure, from a source who obtained the information lawfully and under no obligation of confidentiality to the producing party; and

(d) any information which a receiving party can show was independently developed by it after the time of disclosure by personnel who have not had access to the producing party's **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**.

NO WAIVER OF PRIVILEGE

9. Inspection or production of documents (including physical objects) shall not constitute a waiver of the attorney-client privilege or work product immunity or any other applicable privilege or immunity from discovery if, as soon as reasonably possible after the producing party becomes aware of any inadvertent or unintentional disclosure, the producing party designates any such documents as within the attorney-client privilege or work product immunity or any other applicable privilege or immunity and requests return of such documents to the producing party. Upon request by the producing party, the receiving party shall immediately return all copies of such inadvertently produced document(s). Nothing herein shall prevent the receiving party from challenging the propriety of the attorney-client privilege or work product immunity or other applicable privilege or immunity designation by submitting a written challenge to the Court, provided however that, submitting such written challenge to the Court does not exempt the receiving party from the foregoing obligation to immediately return all copies of such inadvertently produced document(s), except as needed for the challenge and for so long as the challenge be in process, and that unless and until the Court denies the propriety of the

attorney-client privilege or work product immunity or other applicable privilege or immunity designation, the receiving party shall comply with that obligation.

NO WAIVER OF CONFIDENTIALITY

10. Any document containing **CONFIDENTIAL INFORMATION**, but inadvertently not marked as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**, shall not constitute a waiver as to the confidentiality of that document, if, as soon as reasonably possible after the producing party becomes aware of any inadvertent or unintentional disclosure, the producing party designates any such documents as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**. Nothing herein shall prevent the receiving party from challenging the propriety of the confidentiality designation by submitting a written challenge to the Court according to Paragraphs 21 and 22.

DISCOVERY RULES REMAIN UNCHANGED

11. Nothing herein shall alter or change in any way the discovery provisions of the Federal Rules of Civil Procedure. Identification of any individual pursuant to this Protective Order does not make that individual available for deposition or any other form of discovery outside of the restrictions and procedures of the Federal Rules of Civil Procedure.

OUTSIDE COUNSEL AUTHORIZED TO RECEIVE CONFIDENTIAL INFORMATION

12. Outside counsel for a receiving party shall have access to the producing party's **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**. The term "outside counsel" shall mean outside counsel attorneys for the parties working on this litigation, including supporting personnel employed by the attorneys, such as technical advisers, paralegals, legal translators, legal secretary, legal clerk

and shorthand reporter, or independent legal translators retained to translate in connection with this action, or independent shorthand and/or video reporters retained to record and transcribe testimony in connection with this action. Receipt of the producing party's **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** by outside counsel for the receiving party pursuant to this protective order shall not be grounds for seeking disqualification of said counsel in any future or other legal proceedings involving the parties or third parties.

**TECHNICAL ADVISERS, EMPLOYEES AND CONSULTANTS AUTHORIZED TO
RECEIVE CONFIDENTIAL INFORMATION**

13. **CONFIDENTIAL INFORMATION** of a producing party, and such copies as are reasonably necessary for maintaining, defending or evaluating this litigation, may be furnished and disclosed to technical advisers, subject to the requirements of Paragraphs 14-16. **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** of a producing party, and such copies as are reasonably necessary for maintaining, defending or evaluating this litigation, may be furnished and disclosed to technical advisers, subject to the requirements of Paragraphs 14-16.

14. Should counsel for a receiving party find it necessary for maintaining, defending or evaluating this litigation to disclose a producing party's **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to a technical adviser or a member of the technical adviser's staff, who function to provide engineering, technical, accounting or financial expertise in support of the technical advisers, the receiving party shall first give written notice of the identification of the technical advisor by hand delivery, e-mail transmission and/or facsimile transmission to the producing party, who shall have two (2) business days after such notice is given to object in writing. The party desiring to disclose **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY**

CONFIDENTIAL INFORMATION to a technical adviser shall provide the curriculum vitae of such individual and shall include the following information about such individual in the foregoing written notice:

- (a) business address;
- (b) business title;
- (c) business or profession;
- (d) any previous or current consultancy or employment relationship with any of the parties; and
- (e) a listing of other cases in which the individual has testified (at trial or deposition), and all companies with which the individual has consulted or by which the individual has been employed, within the last four years.

15. No **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** shall be disclosed to such technical adviser until after the expiration of the foregoing notice period. The notice requirements of paragraph 14 regarding the provision of information about technical advisers shall apply to all professionals working at the direction of counsel, whether testifying experts or consulting experts only, as well employees of such technical advisers who provide technical, engineering, accounting or financial support services. The notice requirement set forth in paragraph 14 shall not apply to outside counsel.

16. If, however, during the notice period the producing party serves an objection upon the receiving party desiring to disclose **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to the technical adviser, there shall be no disclosure of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to such individual pending resolution of the objection.

The objection of the producing party objecting to disclosure of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to the individual shall include an explanation of the basis of its objection, and consent to the disclosure of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to the individual shall not be unreasonably withheld. If a producing party objects to the disclosure of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to a technical adviser, the receiving party shall then have two (2) business days after such objection is served to respond to the objection. If the objection cannot be resolved in good faith on an informal basis within two (2) business days after the producing party is served with the response to the objection, either party may bring the matter to the Court for resolution or other appropriate relief. If neither party raises the objection within the prescribed period to the Court, then any objection to the technical adviser is waived, and any **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** may be thereafter disclosed to such individual. No document designated by a producing party as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** shall be disclosed by a receiving party to a technical adviser until after the individual has signed the Confidentiality Agreement appended hereto as Attachment A stating that he or she has read and understands this Order and agrees to be bound by its terms. Such written agreement shall be retained by counsel for the receiving party, and will be provided to the producing party at any time upon request.

17. Subject to the requirements set forth in this Order, including those of Paragraphs 12-13 and 19-20, **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** of a producing party, and such copies as are

reasonably necessary for maintaining, defending or evaluating this litigation, may be furnished and disclosed to data processing vendors; copy service vendors, graphics or design services retained by counsel for purposes of preparing demonstrative or other exhibits for deposition, trial, or other court proceedings in this action; non-technical jury or trial consulting services, including mock jurors; and to one (1) in-house attorney or one (1) business representative responsible for maintaining, defending or evaluating this litigation from each party, including staff members supporting the one (1) designated party individual. The term “data processing vendor” means any person (and supporting personnel) who is a member or staff of an outside data entry or data processing entity employed or retained by a receiving party or its counsel and who is assisting in the development or use of data retrieval systems in connection with this action. This paragraph does not permit any information to be shown to a party employee who is subject to the **PROSECUTION BAR** of Paragraph 20, nor does it alter or waive the **PROSECUTION BAR** of Paragraph 20.

18. Should counsel for a receiving party find it necessary for maintaining, defending or evaluating this litigation to disclose a producing party’s **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** to any of the persons or services described in Paragraph 17, counsel for the receiving party shall first obtain from such person or service a written Confidentiality Agreement, in the form attached hereto as Attachment A. Such written agreement shall be retained by counsel for the receiving party, and will be provided to the producing party at any time upon request.

INFORMATION DESIGNATED COUNSEL EYES ONLY CONFIDENTIAL
INFORMATION

19. **CONFIDENTIAL INFORMATION** may be additionally designated **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** (by labeling it **COUNSEL ONLY** or **ATTORNEY'S EYES ONLY** or **OUTSIDE ATTORNEY'S EYES ONLY** or similar designation clearly transmitted in writing to the other parties). The **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** designation is reserved for **CONFIDENTIAL INFORMATION** that constitutes proprietary financial or technical or commercially sensitive competitive information that the producing party maintains as highly confidential in its business, including information obtained from a nonparty pursuant to a current Nondisclosure Agreement ("NDA"), information relating to future products not yet commercially released, strategic plans, trade secrets, technical documents that would reveal trade secrets, and license or settlement agreements or related communications, the disclosure of which is likely to cause harm to the competitive position of the producing party. Documents designated **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** and contents thereof shall be available only to outside counsel for the parties, the technical advisers who are assisting them, data processing vendors, copy service vendors, graphics and trial consultants, and the one individual (either an in-house attorney or business representative) from either party, including supporting staff members, who have responsibility for maintaining, defending or evaluating this litigation as set forth in Paragraph 17, subject to the requirements for disclosure to such persons provided for in this Order.

PROSECUTION BAR

20. Any person who receives any document designated as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** shall not prosecute or prepare any patent application or otherwise pursue patent rights in the fields of

microprocessor or microcontroller technology on behalf of a party to this action from the time of receipt of such information through and including one (1) year following the first to occur of (a) entry of a final non-appealable judgment or order in this action as to such party; or (b) the complete settlement of all claims against such party in this action ("the **PROSECUTION BAR**").

CHALLENGES TO CONFIDENTIALITY DESIGNATIONS

21. The parties will use reasonable care when designating documents or information as CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY CONFIDENTIAL INFORMATION (whether marked ATTORNEYS' EYES ONLY, HIGHLY CONFIDENTIAL, or RESTRICTED CONFIDENTIAL-OUTSIDE COUNSEL EYES ONLY). Nothing in this Order shall prevent a receiving party from contending that any or all documents or information designated as CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY CONFIDENTIAL INFORMATION have been improperly designated. A receiving party may at any time request that the producing party cancel or modify the confidentiality designation with respect to any document or information contained therein.

22. A party shall not be obligated to challenge the propriety of a CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY CONFIDENTIAL INFORMATION designation at the time made, and a failure to do so shall not preclude a subsequent challenge thereto. Such a challenge shall be written, shall be served on counsel for the producing party, and shall particularly identify the documents or information that the receiving party contends should be differently designated. The parties shall use their best efforts to resolve promptly and informally such disputes. If agreement cannot be reached, the receiving party shall request that the Court cancel or modify a CONFIDENTIAL INFORMATION or

COUNSEL EYES ONLY CONFIDENTIAL INFORMATION designation. Unless and until the Court cancels or modifies any such designation, the receiving party shall treat the subject documents or information according to such designation pursuant to the terms of this Order.

**LIMITATIONS ON THE USE OF CONFIDENTIAL INFORMATION AND COUNSEL
ONLY CONFIDENTIAL INFORMATION**

23. **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** shall be held in confidence by each person to whom it is disclosed, shall be used only in connection with the claims asserted against Delphi and/or Debtors by Technology Properties regarding any patent of the MMP Portfolio, shall not be used for any other purpose, and shall not be disclosed to any person who is not entitled to receive such information as herein provided. All produced **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** shall be carefully maintained so as to preclude access by persons who are not entitled to receive such information. However, nothing in this Order shall prevent any court reporter, videographer, mediator, or their employees, or the Court, any employee of the Court or any juror from reviewing any evidence in this case for the purpose of these proceedings. Further, nothing in this Order shall impact one way or another on the admissibility of any document or other evidence at any hearing or at trial. Court reporters and videographers not employed by the Court must execute a written Confidentiality Agreement, in the form attached hereto as Attachment A.

24. Except as may be otherwise ordered by the Court, any person may be examined as a witness at depositions and trial and may testify concerning all **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** of

which such person has prior knowledge. Without in any way limiting the generality of the foregoing:

(a) A present director, officer, and/or employee of a producing party may be examined and may testify concerning all **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** which has been produced by that party;

(b) A former director, officer, agent and/or employee of a producing party may be interviewed, examined and may testify concerning all **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** of which he or she has prior knowledge, including any **CONFIDENTIAL INFORMATION** and **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** that refers to matters of which the witness has personal knowledge, which has been produced by that party and which pertains to the period or periods of his or her employment; and

(c) Non-parties may be examined or testify concerning any document containing **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** of a producing party which appears on its face or from other documents or testimony to have been received from or communicated to the non-party as a result of any contact or relationship with the producing party, or a representative of such producing party. Any person other than the witness, his or her attorney(s), and any person qualified to receive **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** under this Order shall be excluded from the portion of the examination concerning such information, unless the

producing party consents to persons other than qualified recipients being present at the examination. If the witness is represented by an attorney who is not qualified under this Order to receive such information, then prior to the examination, the attorney shall be requested to provide a Confidentiality Agreement, in the form of Attachment A hereto, that he or she will comply with the terms of this Order and maintain the confidentiality of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** disclosed during the course of the examination. In the event that such attorney declines to sign such a Confidentiality Agreement, prior to the examination, the parties, by their attorneys, shall jointly seek a protective Order from the Court prohibiting such attorney from disclosing such **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**.

(d) In addition to the restrictions on the uses of all types of **CONFIDENTIAL INFORMATION** set forth in this Order, including those of Paragraphs 12-13 and 19-20, the following shall apply to use of documents a party has designated **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** (whether **RESTRICTED CONFIDENTIAL-OUTSIDE COUNSEL EYES ONLY** or **CONFIDENTIAL-ATTORNEYS' EYES ONLY** or other like label) at a deposition:

(i) A witness who previously had access to a document designated **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**, but who is now under a present non-disclosure agreement with the producing party that covers that document, may be shown the document if a copy of this protective order is attached to any subpoena or notice or request served on the witness for the deposition; and the witness is advised on the record of the existence of the protective order and that the protective order requires

the parties to keep confidential any questions, testimony or documents that are designated as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY**

CONFIDENTIAL INFORMATION.

25. All portions of transcripts of depositions, exhibits, answers to interrogatories, pleadings, briefs, and other documents submitted to the Court which have been designated as **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** or which contain information so designated, shall be filed in sealed envelopes or other appropriate sealed containers on which shall be endorsed the title of this matter, an indication of the nature of the contents of such sealed envelope or other container, the words “**CONFIDENTIAL [OR COUNSEL EYES ONLY] INFORMATION - UNDER PROTECTIVE ORDER**” and a statement substantially in the following form:

“This envelope contains confidential information filed in this case by (name of party) and is not to be opened nor the contents thereof to be displayed or revealed except by order of the Court presiding over this matter.”

26. Nothing in this Order shall prohibit the transmission or communication of **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** between or among qualified recipients

- (a) by hand-delivery;
 - (b) in sealed envelopes or containers via the mails or an established freight, delivery or messenger service; or
 - (c) by telephone, telegraph, facsimile or other electronic transmission system;
- where, under the circumstances, there is no reasonable likelihood that the transmission will be intercepted or misused by any person who is not a qualified recipient.

27. **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY**

CONFIDENTIAL INFORMATION shall not be copied or otherwise reproduced by a receiving party, except for transmission to qualified recipients, without the written permission of the producing party, or, in the alternative, by further order of the Court. Nothing herein shall, however, restrict a qualified recipient from making working copies, abstracts, digests and analyses of **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** for use in connection with this litigation and such working copies, abstracts, digests and analyses shall be deemed to be the same level of **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** under the terms of this Order as the original documents upon which such work product was based. Further, nothing herein shall restrict a qualified recipient from converting or translating **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** into machine readable form for incorporation into a data retrieval system used in connection with this action, provided that access to **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION**, in whatever form stored or reproduced, shall be limited to qualified recipients.

NONPARTY USE OF THIS PROTECTIVE ORDER

28. A nonparty producing information or material voluntarily or pursuant to a subpoena or a court order may designate such material or information in the same manner and shall receive the same level of protection under this Protective Order as any party to this lawsuit.

29. A nonparty's use of this Protective Order to protect its **CONFIDENTIAL INFORMATION or COUNSEL EYES ONLY** **CONFIDENTIAL INFORMATION** does not

entitle that nonparty access to **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** produced by any party in this case.

DISCOVERY FROM EXPERTS

30. Testifying experts used for any purpose other than an advice of counsel defense shall not be subject to discovery on any draft of his or her report in this case and such draft reports, notes or outlines for draft reports developed and drafted are also exempt from discovery.

31. Discovery of materials provided to testifying experts used for any purpose other than an advice of counsel defense shall be limited to those materials, facts, consulting expert opinions, and other matters actually relied upon by the testifying expert in forming his final report, trial or deposition testimony or any opinion in this case. No discovery can be taken from any consulting expert except to the extent that consulting expert has provided information, opinions or other materials to a testifying expert not used for an advice of counsel defense, who then relies upon such information, opinions or other materials in forming his final report, trial or deposition testimony or any opinion in this case.

32. No conversations or communications between counsel and any testifying or consulting expert used for any purpose other than an advice of counsel defense will be subject to discovery unless the conversations or communications are relied upon by such experts in formulating opinions that are presented in reports or trial or deposition testimony in this case.

33. Materials, communications and other information exempt from discovery under the foregoing Paragraphs shall be treated as attorney-work product for the purposes of this litigation and protective order.

MISCELLANEOUS PROVISIONS

34. Any of the notice requirements herein may be waived, in whole or in part, but only by a writing signed by the attorney of record for the party against whom such waiver will be effective.

35. Within sixty (60) days after the entry of a final non-appealable judgment or the complete settlement of all claims asserted against Delphi and/or Debtors by Technology Properties regarding any patent of the MMP Portfolio, whichever later, each party shall, at its option, either return to the producing party or destroy all physical objects and documents which embody **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION** which were received from the producing party, and shall destroy in whatever form stored or reproduced, all other physical objects and documents, including but not limited to, correspondence, memoranda, notes and other work product materials, which contain or refer to **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**; provided, that all **CONFIDENTIAL INFORMATION** or **COUNSEL EYES ONLY CONFIDENTIAL INFORMATION**, not embodied in physical objects and documents, shall remain subject to this Order.

Notwithstanding the foregoing, counsel shall be entitled to maintain copies of all pleadings, motions and trial briefs (including all supporting and opposing papers and exhibits thereto), written discovery requests and responses (and exhibits thereto), deposition transcripts (and exhibits thereto), trial transcripts, and exhibits offered or introduced into evidence at trial.

36. This Order is entered without prejudice to the right of any party to apply to the Court at any time for additional protection, or to relax or rescind the restrictions of this Order, when convenience or necessity requires. The Court shall take appropriate measures to protect

**CONFIDENTIAL INFORMATION and COUNSEL EYES ONLY CONFIDENTIAL
INFORMATION** at trial and any hearing in this case.

37. This Court retains exclusive jurisdiction to enforce, modify, or vacate all
or any portion of this Stipulation and Protective Order upon appropriate motion by a party in
interest.

So Ordered in New York, New York, this 14th day of December, 2007

/s/Robert D. Drain
Honorable Robert D. Drain
United States Bankruptcy Judge

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Albert L. Hogan III (AH 8807)
Ron E. Meisler (RM 3026)
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606-1285
(312) 407-0700

Attorneys for Delphi Corporation, et al.,
and Debtors and Debtors-in-Possession

- and -

/s/ Wendy W. Smith
Wendy W. Smith
BINDER & MALTER, LLP
2775 Park Avenue
Santa Clara, CA 95050

Attorney for Technology Properties Ltd.

ATTACHMENT A

ACKNOWLEDGEMENT AND AGREEMENT TO BE BOUND

I, _____ [full name], of
_____ [address]

declare under penalty of perjury as follows:

I have read in its entirety the Stipulated Protective Order that was issued by the United States Bankruptcy Court Southern District Of New York in the case of *In re Delphi Corporation, et. al.*, Case No. 05-44481 (RDD). I agree to comply with and to be bound by all the terms of this Stipulated Protective Order and I understand and acknowledge that failure to so comply could expose me to sanctions and punishment in the nature of contempt. I solemnly promise that I will not disclose in any manner any information or item that is subject to this Stipulated Protective Order to any person or entity except in strict compliance with the provisions of this Order.

I further agree to submit to the jurisdiction of the United States Bankruptcy Court Southern District Of New York for the purpose of enforcing the terms of this Stipulated Protective Order, even if such enforcement proceedings occur after termination of this action.

Date

Name (printed)

Signature

Position/Title and Company

City / State where sworn and signed

EXHIBIT Q

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

**ORDER DENYING SCOTT DARRYL REESE’S AMENDED MOTION FOR
REHEARING**

On November 16, 2007, the Court entered an order (the “Order”) (Docket No. 10956) denying Scott Darryl Reese’s (“Reese”) Motion for Rehearing De-Novo in Delphi Bankruptcy Proceedings – Reese (the “First Motion”) (Docket No. 10915), filed November 8, 2007. On December 3, 2007,¹ Mr. Reese filed an Amended Motion for Rehearing De-novo and Amended Brief In Support (the “Amended Motion”) (Docket No. 11328), in which Mr. Reese requests the Court to reconsider the same underlying Order, dated November 5, 2007, that was previously addressed by the First Motion, pursuant to certain Federal Rules of Bankruptcy Procedure, as well as certain statutes, referred to in the Amended Motion, and the United States Constitution. The Court has also considered the Amended Motion under Fed. R. Bankr. P. 9024, incorporating Fed. R. Civ. P. 60. Having reviewed the Amended Motion, and for the same reasons stated in the Order, it is hereby

ORDERED that the Amended Motion is DENIED.

¹ Although the Amended Motion is dated November 28, 2007, it was not filed on the docket until December 3, 2007.

Dated: December 17, 2007
New York, New York

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT R

TOGUT, SEGAL & SEGAL LLP
Conflicts Counsel for DAS LLC Corporation, *et al.*,
Debtors and Debtors in Possession
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000
Albert Togut (AT-9759)
Neil Berger (NB-3599)
Sean McGrath (SM-4676)

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, <i>et al.</i> ,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X	:	

**JOINT STIPULATION AND ORDER
REGARDING DISCOVERY REGARDING OBJECTION
TO PROOF OF CLAIM NO. 12347 AND RELATED COUNTERCLAIM**

Delphi Corporation and certain of its subsidiaries and affiliates, including
Delphi Automotive Systems, LLC ("DAS LLC"), debtors and debtors in possession
(collectively, the "Debtors") in the above-captioned cases (the "Cases"), by their
undersigned counsel, and Furukawa Electric North America APD and Furukawa
Electric Co., Ltd. (jointly, "Furukawa") by their undersigned counsel, proceeding under
Rules 3004 and 7001, *et seq.*, of the Federal Rules of Bankruptcy Procedure, having

conferred and agreed to the deadlines set forth herein, respectfully submit this Joint Stipulation and Order and state that:

WHEREAS Furukawa filed proof of claim number 12347 (the “Proof of Claim”) against DAS LLC in this Court on or about July 28, 2006, and asserted an unsecured nonpriority claim in the amount of \$2,589,684.56 for alleged breach of contract damages (the “Furukawa Claim”); and

WHEREAS, the Debtors objected to the Furukawa Claim pursuant to the Debtors’ (I) Third Omnibus Objection (Substantive) Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation, (B) Claims Unsubstantiated By Debtors’ Books And Records, and (C) Claims Subject To Modification and (II) Motion to Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452) (the “Objection”), which was filed on October 31, 2006; and

WHEREAS, the Debtors joined with the Objection a demand for affirmative relief dated September 26, 2007 (the “Claim for Affirmative Relief”); and

WHEREAS, the Debtors moved for a default judgment on October 24, 2007 on their Claim for Affirmative Relief (the “Default Motion”), with a hearing date of November 29, 2007; and

WHEREAS, Furukawa moved to dismiss the Claim for Affirmative Relief (the “Motion to Dismiss the Claim for Affirmative Relief”) and filed its opposition to the Default Motion on October 25, 2007; and

WHEREAS, on November 21, 2007, Furukawa requested that Debtors produce additional documents, and served a subpoena upon General Motors Corporation, a third party likely having documents pertinent to this matter; and

WHEREAS, Debtor agreed to identify Furukawa witnesses for deposition in December of 2007.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and Furukawa stipulate and agree:

1. Adjudication of the Debtors' Objection and the Claim for Affirmative Relief shall proceed in this Court and be treated as an adversary proceeding (the "Adversary Proceeding") and be governed by the Bankruptcy Rules.

2. As recognized by the Court in its Modified Bench Ruling, the resolution of the Furukawa Claim, the Debtors' objection, and the Claim for Affirmative Relief shall be governed by Rule 7001, *et seq.*, of the Federal Rules of Bankruptcy Procedure (the "Adversary Proceeding Rules"), not the Case Management Orders [Docket Nos. 245, 2883, 2995, 3293, 35893629, 3730, 3824, 5401, 5418, and 10661] or the Debtors' Claims Objection Procedures Order [Docket No. 6089].

3. Notwithstanding the foregoing, Furukawa reserves the right to file a motion to withdraw the reference of the Adversary Proceeding to the United States District Court for the Southern District of New York on or before the close of discovery and the Debtors reserve their right to oppose such motion.

4. All document requests other than those set forth deposition notices to parties shall be served no later than November 30, 2007.

5. All documents required to be produced in response to document requests shall be produced no later than January 14, 2008.

6. All depositions of potential witnesses, other than experts, shall be completed no later than February 15, 2008.

7. All expert discovery in these proceedings shall be completed no later than March 28, 2008, as follows:

a. The parties shall confer on topics for expert testimony no later than February 1, 2008;

b. The parties shall disclose their experts on or before February 22, 2008;

c. The parties shall exchange expert opening reports no later than February 29, 2008;

d. The parties shall exchange expert rebuttal reports no later than March 14, 2008; and

e. Expert depositions shall be completed on or before March 28, 2008.

8. A final pretrial conference shall be conducted before the Bankruptcy Court on April 4, 2008.

9. Absent further Order of this Court, the parties, by their counsel, will appear at a status conference before this Court on December 20, 2007.

10. Notwithstanding the foregoing, either party may obtain an extension of the preceding discovery deadlines from the Bankruptcy Court upon a

showing of good cause, such as either party's inability to obtain timely discovery from third party subpoenas served in accordance with this Order.

11. The hearing to consider the Debtors' Default Motion is adjourned until the December 20, 2007 status conference.

Dated: New York, New York
December 11, 2007

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
December 11, 2007

FURUKAWA ELECTRIC NORTH
AMERICA APD, et al.,
By their Counsel,
ALSTON & BIRD, LLP
By:

/s/ Dennis J. Connolly
DENNIS J. CONNOLLY (DC-9932)
1201 West Peachtree Street
Atlanta, Georgia 30309-3424
(404) 881-7000

SO ORDERED

This 18th day of December, 2007
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT S

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
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ORDER UNDER NEW BANKRUPTCY RULE 3007 AND 11 U.S.C. § 105(a) AUTHORIZING
DEBTORS TO CONTINUE CLAIMS OBJECTION PROCEDURES UNDER ORDER DATED
DECEMBER 7, 2006 PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 2002(m),
3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES FOR HEARINGS
REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES AND PROCEDURES
GOVERNING OBJECTIONS TO CLAIMS

("ORDER AUTHORIZING CONTINUED CLAIMS OBJECTION PROCEDURES")

Upon the unopposed Motion Under New Bankruptcy Rule 3007(c) And 11 U.S.C.
§ 105(a) Authorizing Debtors To Continue Claims Objection Procedures Under Order Dated
December 7, 2006 Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016,
7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To
Claims And (II) Certain Notices And Procedures Governing Objections To Claims, dated
November 30, 2007 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and
affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the
"Debtors"; and this Court having entered the Order Pursuant To 11 U.S.C. §§ 502(b) And 502(c)
And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates
For Hearings Regarding Disallowance Or Estimation Of Claims And (ii) Certain Notices And
Procedures Governing Hearings Regarding Disallowance Or Estimation Of Claims on December
6, 2006 (the "Claim Objection Procedures Order") (Docket No. 6089), a supplemental order on

October 23, 2007 (the "Supplemental Order") (Docket No. 10701), and a second supplemental order on November 20, 2007 (the "Second Supplemental Order") (Docket No. 10994); and upon the record of the December 20, 2007 hearing held on the Motion; and after due deliberation thereon, and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. Proper, timely, adequate, and sufficient notice of the Motion has been provided, such notice was good, sufficient and appropriate under the particular circumstances, and no other or further notice of the Motion is or shall be required.

B. This Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334. The Motion is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The relief requested in the Motion and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED
THAT:

1. The Motion is GRANTED.
2. The Debtors are hereby authorized to continue their current practice of combining objections to multiple Claims, as such term is defined in 11 U.S.C. § 101(5) (each, a "Claim"), in a single omnibus Claims objection, including objections to more than 100 claims.
3. To the extent that rule 3007 of the Federal Rules of Bankruptcy Procedures, as amended as of December 1, 2007 ("Amended Rule 3007"), provides otherwise,

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

this Court hereby authorizes the Debtors, pursuant to Amended Rule 3007(c), to continue their practice of filing omnibus Claims objections objecting to Claims because such Claims (a) assert liabilities not on the Debtors' books and records or state the incorrect amounts or (b) incorrectly assert secured or priority status.

4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this order.

5. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Motion.

Dated: New York, New York
December 20, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT T

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
	:
----- x	

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

STIPULATION AND AGREED PROTECTIVE ORDER GOVERNING
PRODUCTION AND USE OF CONFIDENTIAL AND HIGHLY
CONFIDENTIAL INFORMATION IN CONNECTION WITH PROOF
OF CLAIM NO. 1279 (NU-TECH PLASTICS ENGINEERING, INC.)

This stipulation and agreed protective order is entered into and submitted to the Court in accordance with the agreement of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"), on the one hand, and Nu-Tech Plastics Engineering, Inc. ("Nu-Tech"), on the other hand (the Debtors and Nu-Tech being collectively the "Parties"), that discovery requested and other information provided in connection with proof of claim number 1279, dated November 22, 2005, filed by Nu-Tech and the Debtors' objection thereto (the "Claim") may involve the production of information considered sensitive, confidential, personal, proprietary, and/or protected by statutory or other legal privilege; and it appearing to the Court that there is good and sufficient cause that the relief should be granted,

IT IS THEREFORE ORDERED:

1. The terms of this stipulation and agreed protective order (the "Stipulation and Protective Order") shall take full force and effect upon execution by the Parties.
2. Pursuant to Federal Rules of Civil Procedure 26(c), made applicable here through Federal Rules of Bankruptcy Procedure 7026 and Local Rule 7026-1, Rule 9018 of the

Federal Rules of Bankruptcy Procedure, and sections 105 and 107 of the Bankruptcy Code, 11 U.S.C. §§ 101–1330, as amended (the "Bankruptcy Code"), this Stipulation and Protective Order shall govern all discovery by the Parties relating to the Claim.

3. Any signatory to this Stipulation and Protective Order may designate as "Highly Confidential" any document, deposition testimony, or other information given by or on behalf of the Parties, and all information derived therefrom that a Party reasonably believes reflects non-public trade secrets, competitively sensitive business or development plans, forward-looking financial information, or personal information (the "Highly Confidential Information"). In addition, any signatory may designate as "Confidential" any other non-public information in any document, deposition testimony, or other information given by or on behalf of the Parties (the "Confidential Information") that the Party reasonably believes contains confidential information the distribution and use of which should be restricted in accordance with the terms of this Stipulation and Protective Order. Documents shall be designated as Confidential or Highly Confidential (a) by placing or affixing the words "Confidential" or "Highly Confidential" on each such document, (b) by written notice to other Parties, or (c) by virtue of the fact that any such document is otherwise already labeled as Confidential or Highly Confidential. Deposition testimony or deposition exhibits may be designated as Confidential or Highly Confidential either on the record during the deposition itself or by written notice (which may be by email) delivered within two (2) business days following receipt of the transcript by the Party who seeks to designate such deposition testimony as Confidential or Highly Confidential. Where deposition testimony or exhibits are designated as Confidential or Highly Confidential, the deposition transcript or deposition exhibits shall be so marked as Confidential or Highly Confidential, as appropriate.

4. Inadvertent failure to designate materials as Confidential or Highly Confidential at the time of production or at the time of a deposition may be remedied at any time thereafter by supplemental written notice (which may be by email) delivered within two (2) business days after the production of such materials. Upon the service of such notice, the identified materials shall be fully subject to this Stipulation and Protective Order as if the materials had been initially designated as Confidential or Highly Confidential.

5. Material designated as Confidential pursuant to this Stipulation and Protective Order shall be inspected by and disseminated only to the following persons:

- a. the Court and its staff;
- b. the Parties and counsel of record to the Parties, and clerical, secretarial, and paralegal staff employed by such counsel;
- c. the Parties' retained professional advisors in the above-captioned cases;
- d. any deponent, counsel for the deponent, and clerical, secretarial, and paralegal staff employed by such counsel; and
- e. court reporters and videographers engaged for recording testimony of a deposition relating to the Claim.

6. Material designated as Highly Confidential pursuant to this Stipulation and Protective Order shall be inspected by and disseminated only to the following persons:

- a. the Court and its staff;
- b. those counsel of record to the Parties, and clerical, secretarial, and paralegal staff employed by such counsel, who are involved in the litigation or negotiation of the Claim;

c. the Parties' retained professional advisors in the above-captioned cases, to the extent they are involved in the litigation or negotiation of the Claim;

d. any deponent, counsel for the deponent, and clerical, secretarial, and paralegal staff employed by such counsel, to the extent such deponent is actually shown Highly Confidential Information in connection with a deposition taken in connection with the Claim; and

e. court reporters and videographers engaged for recording testimony of a deposition relating to the Claim.

7. Confidential Information and Highly Confidential Information, or any information derived therefrom, shall be used or disclosed by a receiving Party solely for the purpose of the Claim, including litigation or negotiation of any objections thereto, and not for any other purpose whatsoever. Any person receiving Confidential Information or Highly Confidential Information shall not reveal or discuss such information to or with any person who is not entitled to receive such information.

8. The inadvertent production of any Confidential or Highly Confidential document, material, or other information subject to a claim of attorney-client privilege, attorney work product, or any other privilege or discovery exemption shall not be deemed to be a waiver of any claim of privilege, confidentiality, or other protection with respect to that or any other document, material, or information. In the event that any document or material that is subject to a claim that it is confidential, privileged, or protected from discovery on any other ground is inadvertently produced, the Party who received the inadvertently produced document or material shall return it and all copies of it to the producing Party within three (3) business days after it receives written notice (by letter or email) from the producing Party that the document or

material was inadvertently produced. In the case of Confidential or Highly Confidential documents or materials that were inadvertently produced without the appropriate designation but that were otherwise intended to be produced, the producing Party shall return to the Party to whom the documents or materials were inadvertently produced copies of the documents and materials containing the appropriate designation within three (3) business days of receipt of the returned documents or materials.

9. If at any time a Party objects to the designation of documents or information produced or testimony given as Confidential or Highly Confidential under this Stipulation and Protective Order, the objecting Party shall notify the designating Party in writing (which may be by email). The objecting Party shall identify the documents or information in question and shall specify in reasonable detail the reasons for the objection. Within two (2) business days of the receipt of such notice, the disclosing and objecting Parties shall meet and confer in an effort to resolve their differences. If the Parties cannot resolve their differences, the disclosing Party may apply within two (2) days thereafter, or such longer time as the Parties may agree, for a ruling from the Court on the propriety of the designation. While any such application is pending, the documents or information that are subject to the application shall remain Confidential or Highly Confidential, as the case may be, until the Court rules. If the disclosing Party does not apply to the Court for a ruling on the propriety of the designation within two (2) days after the conclusion of the meet and confer, or within such time as the Parties may agree, the documents or information that are subject of the dispute will no longer be deemed Confidential or Highly Confidential. The disclosing Party shall have the burden of proving, to the Court's satisfaction and by a preponderance of the evidence, that the document or information qualifies as sufficiently confidential, under Rule 26(c) of the Federal Rules of Civil Procedure

and/or Rule 9018 of the Federal Rules of Bankruptcy Procedure, that its dissemination and use should be restricted in accordance with the terms of this Stipulation and Protective Order.

10. Nothing in this Stipulation and Protective Order shall be construed as preventing any Party from objecting to the designation of any document or information as Confidential or Highly Confidential or preventing any Party from seeking further protection from the Court for any materials or information it produces in discovery.

11. Within thirty (30) days after the entry of an order by this Court confirming a plan of reorganization or dismissing the cases, whichever first occurs, all documents and other material designated as Confidential or Highly Confidential pursuant to this Stipulation and Protective Order, and all copies thereof, including but not limited to any notes or other transcriptions made therefrom, shall either be (a) returned to the producing Party or Party creating such information, or (b) destroyed. If the receiving Party chooses to destroy any such documents or materials, then that Party shall deliver a certificate attesting to that destruction to the Party who produced the Confidential or Highly Confidential documents or materials within thirty (30) days after the entry of an order by this Court confirming a plan of reorganization or dismissal of the cases, as the case may be.

12. If documents, materials, or information (including portions of deposition transcripts) designated as Confidential or Highly Confidential are to be included in any papers to be filed in this Court or any other court, counsel intending to file such documents shall first seek a protective order under 11 U.S.C. § 107(b), Fed. R. Bankr. P. 9018, and General Order #M-242 of this Court, or other applicable authority with respect to filing under seal those portions of the proposed filing containing information subject to this Stipulation and Protective Order, identifying this Stipulation and Protective Order by date.

13. This Stipulation and Protective Order shall not be construed to affect in any way the admissibility of any document, testimony, or other evidence at a hearing on the Claim.

14. Nothing in this Stipulation and Protective Order shall be construed to limit any disclosing Party's use or disclosure of its own documents, materials, or information. In addition, nothing in this Stipulation and Protective Order shall prevent or in any way limit disclosure, use, or dissemination of any information or documents that are in the public domain. This Stipulation and Order shall not prejudice in any way the rights of any Party to introduce into evidence or use at a hearing on the Claim any document, testimony, or other information that is subject to this Stipulation and Protective Order.

15. Any non-party producing discovery materials in connection with the Claim may be included in this Stipulation and Protective Order by endorsing a copy of this Stipulation and Protective Order and delivering it to the requesting Party who, in turn, will serve it upon counsel for the other Parties and file it with the Court. The Parties to the Claim may designate discovery materials produced by a non-Party to the Claim as Confidential or Highly Confidential in accordance and consistent with the terms and provisions of this Stipulation and Protective Order.

16. This Stipulation and Protective Order shall not prevent any Party from applying to the Court for further or additional protective orders, for the modification of this Stipulation and Protective Order, or from agreeing with other Parties to modify this Stipulation and Protective Order, subject to the approval of the Court.

17. This Court retains exclusive jurisdiction to enforce, modify, or vacate all or any portion of this Stipulation and Protective Order upon appropriate motion by a party in interest.

So Ordered in New York, New York, this 3rd day of January, 2008

/s/Robert D. Drain
Honorable Robert D. Drain
United States Bankruptcy Judge

AGREED TO AND
APPROVED FOR ENTRY:

s/ John Wm. Butler, Jr.
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John K. Lyons (JL 4951)
Albert L. Hogan, III (AH 8807)
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EXHIBIT U

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOFS OF CLAIM
NUMBERS 444, 9110, 9114, 9115, 9116, 9790, 9954, 12697, AND 15446
(CONTRARIAN FUNDS LLC)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Contrarian Funds LLC ("Contrarian") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proofs Of Claim Numbers 444, 9110, 9114, 9115, 9116, 9790, 9954, 12697, And 15446 (Contrarian Funds LLC) and agree and state as follows:

WHEREAS on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on November 8, 2005, General Pallet, LLC ("General Pallet") filed proof of claim number 444 against Delphi, asserting an unsecured non-priority claim in the amount of \$46,469.32 ("Claim 444") stemming from goods delivered prior to the Petition Date.

WHEREAS, on or about March 5, 2007, General Pallet transferred its interest in Claim 444 to Contrarian.

WHEREAS, on July 7, 2006, Contrarian, as assignee of Okmetec, Inc., filed proofs of claim numbers 9114 ("Proof of Claim No. 9114") and 9115 ("Proof of Claim No. 9115") against Delphi Automotive Systems LLC ("DAS LLC"). Proof of Claim No. 9114 asserts an unsecured non-priority claim in the amount of \$134,050.00 ("Claim 9114") and Proof of Claim No. 9115 asserts an unsecured non-priority claim in the amount of \$259,872.00 ("Claim 9115"), both arising from the sale of goods to DAS LLC.

WHEREAS, also on July 7, 2006, Contrarian, as assignee of Wacker Chemical Corporation, filed proof of claim number 9116 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$291,859.33 ("Claim 9116") arising from the sale of goods to

DAS LLC.

WHEREAS, also on July 7, 2006, Contrarian, as assignee of ENA America Inc., filed proof of claim number 9110 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$112,891.80 ("Claim 9110") arising from the sale of goods to DAS LLC.

WHEREAS, on July 18, 2006, Contrarian, as assignee of AG Machining & Industries, Inc., filed proof of claim number 9790 against Delphi Medical Systems Colorado Corporation ("Delphi Medical"), asserting an unsecured non-priority claim in the amount of \$222,063.43 ("Claim 9790") arising from the sale of goods to Delphi Medical.

WHEREAS, on July 19, 2006, Contrarian, as assignee of Ferro Corporation, filed proof of claim number 9954 against Delphi, asserting an unsecured non-priority claim in the amount of \$4,600.00 ("Claim 9954") arising from the sale of goods to Delphi.

WHEREAS, on July 28, 2006, Contrarian, as assignee of Omron Dualtec Automotive Electronics, Inc., filed proof of claim number 12697 against Delphi Mechatronic Systems, Inc. ("Mechatronic"), asserting an unsecured non-priority claim in the amount of \$51,720.76 ("Claim 12697") arising from the sale of goods to Mechatronic.

WHEREAS, on July 31, 2006, Photocircuits Corp. ("Photocircuits") filed proof of claim number 15446 against Mechatronic, asserting an unsecured non-priority claim in the amount of \$13,221.00 ("Claim 15446," and together with Claim 444, Claim 9110, Claim 9114, Claim 9115, Claim 9116, Claim 9790, Claim 9954, and Claim 12697, the "Claims") arising from the sale of goods to Mechatronic.

WHEREAS, the Debtors objected to Claim 9954 pursuant to the Debtors' Seventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors'

Books And Records, And (C) Untimely Claims (Docket No. 6585) (the "Seventh Omnibus Claims Objection"), which was filed on January 12, 2007, and the Debtors objected to Claims 444, 9110, 9114, 9115, 9116, 9790, 12697, and 15446 pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject to Modification (Docket No. 6968) (the "Ninth Omnibus Claims Objection"), which was filed on February 15, 2007.

WHEREAS, on February 7, 2007, Contrarian filed its Response Of Contrarian Funds LLC, As Assignee To Ferro Corporation, To Debtor's Seventh Omnibus Claims Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed.R.Bankr.P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, And (C) Untimely Claims (Docket No. 6876), and on March 15, 2007, Contrarian filed its Response To Debtors' Eighth And Ninth Omnibus Claims Objections (Docket No. 7276) (together, the "Responses").

WHEREAS, on December 3, 2007, to resolve the Seventh and Ninth Omnibus Claims Objections with respect to the Claims, DAS LLC, Mechatronic, Delphi Medical, and Contrarian entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 444 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$46,469.32.

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9110 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$112,891.80.

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9114 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$126,674.00.

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9115 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$235,679.69.

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9116 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$290,509.23.

WHEREAS, pursuant to the Settlement Agreement, Delphi Medical agrees that Claim 9790 shall be allowed as a prepetition general unsecured non-priority claim against Delphi Medical in the amount of \$222,063.43.

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 9954 shall be allowed as a prepetition general unsecured non-priority claim against DAS LLC in the amount of \$4,600.00.

WHEREAS, pursuant to the Settlement Agreement, Mechatronic acknowledges and agrees that Claim 12697 shall be allowed against Mechatronic in the amount of \$51,720.76.

WHEREAS, pursuant to the Settlement Agreement, Mechatronic acknowledges and agrees that Claim 15446 shall be allowed against Mechatronic in the amount of \$13,221.00.

WHEREAS, nothing in this Stipulation and Order, including without limitation the recital paragraphs hereof, shall be deemed to conclusively determine that any transfer of any of the Claims constitutes a sale to Contrarian or constitutes an assignment to Contrarian. Notwithstanding anything in this Stipulation and Order to the contrary including, without

limitation, the recital paragraphs hereof, Contrarian expressly reserves the right to characterize any transfer of any of the Claims as a sale to Contrarian or to characterize any transfer of any of the Claims as an assignment to Contrarian and the Debtors expressly reserve the right to contest the same.

WHEREAS, DAS LLC, Mechatronic, and Delphi Medical are authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by the Delphi Bankruptcy Court on June 26, 2007.

THEREFORE, the Debtors and Contrarian stipulate and agree as follows:

1. Claim 444 shall be allowed in the amount of \$46,469.32 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Claim 9110 shall be allowed in the amount of \$112,891.80 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
3. Claim 9114 shall be allowed in the amount of \$126,674.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
4. Claim 9115 shall be allowed in the amount of \$235,679.69 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
5. Claim 9116 shall be allowed in the amount of \$290,509.23 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
6. Claim 9790 shall be allowed in the amount of \$222,063.43 and shall be treated as an allowed general unsecured non-priority claim against the estate of Delphi Medical.

7. Claim 9954 shall be allowed in the amount of \$4,600.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

8. Claim 12697 shall be allowed in the amount of \$51,720.76 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.

9. Claim 15446 shall be allowed in the amount of \$13,221.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.

10. The Seventh and Ninth Omnibus Claims Objections and the Responses to the Seventh and Ninth Omnibus Claims Objections are deemed resolved with respect to the Claims.

So Ordered in New York, New York, this 7th day of January, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Debtors and Debtors-in-Possession

EXHIBIT V

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
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**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ESTIMATING PROOF OF CLAIM NUMBERS 1374, 1375,
1376, 1377, 1378, 1379, 1380, 1381, 1382, 1383, 1384, 1385, 1386 AND 1387
(AMERICAN INTERNATIONAL GROUP, INC.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates,
debtors and debtors-in-possession in the above-captioned cases (the "Debtors"),
American International Group, Inc. and its related entities (collectively, "Claimants")
respectfully submit this Joint Stipulation And Agreed Order Compromising And
Estimating Proof Of Claim Number 1374, 1375, 1376, 1377, 1378, 1379, 1380, 1381, 1382,
1383, 1384, 1385, 1386 and 1387 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), Delphi Corporation,

together with certain of its U.S. affiliates including DAS LLC (collectively, the “Debtors”), filed voluntary petitions under chapter 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, the Claimants have provided insurance coverage to various Debtors pursuant to certain insurance policies (the “Policies”).

WHEREAS on or about December 29, 2005, the Claimants filed proofs of claim numbers 1374 through and including 1387 arising from the Policies (collectively, the “Claims”) against certain of the Debtors.

WHEREAS, on or about June 15, 2007, the Debtors filed the Sixteenth Omnibus Claims Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate or Amended Claims And (B) Protective Claims (the “Claim Objection”) (Docket No. 8271), which included the Claims.

WHEREAS, on or about July 3, 2007, the Claimant filed its response to the Claim Objection (the “Response”) (Docket No. 8595).

WHEREAS, on or about September 7, 2007 the Debtors filed their Motion for Order Pursuant to 11 U.S.C. Sections 105(a) And 502(c): (A) Estimating And Setting Maximum Cap On Certain Contingent Or Unliquidated Claims And (B) Approving Expedited Claims Estimation Procedures (the “Estimation Motion”) (Docket No. 9297) seeking to estimate the Claims at \$0.

WHEREAS, on September 6, 2007, the Debtors filed a proposed plan of reorganization (the “Proposed Plan”) and disclosure statement and the Proposed Plan

provides that all executory contracts not explicitly rejected shall be assumed pursuant to section 365(a) of the Bankruptcy Code.

WHEREAS, on or about September 24, 2007, the Claimant filed its response to the Estimation Motion.

WHEREAS, hearings on the Claim Objection and Estimation Motion were continued with respect to the Claims pending the Parties reaching the resolution contained in this Settlement Agreement.

WHEREAS, to resolve the Claim Objection and the Estimation Motion and to reduce the claims against the Settling Debtors, the Parties entered into a Settlement Agreement (the "Settlement Agreement").

WHEREAS, the Debtors are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and the Claimants stipulate and agree as follows:

1. The Estimation Motion shall be granted with respect to the Claims.
2. The Claims shall be estimated at \$0 without prejudice to the Claimants' rights to reassert such Claims if the Debtors reject the Policies pursuant to section 365(a) of the Bankruptcy Code.

3. The Response is hereby withdrawn.

[signatures concluded on following page]

Dated: New York, New York
January 4, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
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(212) 594-5000

Dated: New York, New York
January 3, 2008

The Member Companies of
AMERICAN INTERNATIONAL GROUP,
INC.,
By their Counsel,

/s/ Michael S. Davis

ZEICHNER ELLMAN & KRAUSE LLP
Michael S. Davis
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Telephone: (212) 223-0400

SO ORDERED

This 11th day of January, 2008
in New York, New York

/s/ Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT W

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X		

**JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2468
(3M COMPANY)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (the "Debtors") and 3M Company ("3M") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2468 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed

voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on April 3, 2006, 3M filed proof of claim number 2468 (the "Proof of Claim") against Delphi, asserting an unsecured non-priority claim in the amount of \$517,747.63 (the "Claim"); and

WHEREAS, on September 21, 2007, the Debtors objected to Proof of Claim No. 2468 pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection"); and

WHEREAS, on October 17, 2007, 3M filed its Response To Debtors' Twenty-First Omnibus Objection (Docket No. 10628) (the "Response"); and

WHEREAS, on January 2, 2008 to resolve the Twenty-First Omnibus Claims Objection with respect to the Claim, Delphi, DAS LLC and 3M entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, Delphi and DAS LLC acknowledge and agree that the Claim shall be allowed against DAS LLC in the amount of \$502,777.20 as: (i) a general unsecured non-priority claim in the amount of

\$468,439.26 and; (ii) a reclamation claim in the amount of \$34,337.94, subject to the Reserved Defenses (as defined by the Twenty-First Omnibus Claims Objection); and

WHEREAS, Delphi and DAS LLC are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors and 3M stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$502,777.20 and shall be treated: (i) as an allowed general unsecured non-priority claim in the amount of \$468,439.26; and (ii) as a reclamation claim in the amount of \$34,337.94 against DAS LLC.
2. Notwithstanding anything set forth herein to the contrary, although a portion of the Claim shall be allowed as a reclamation claim in the amount of \$34,337.94, the Debtors reserve the right to seek a judicial determination that certain Reserved Defenses (as defined by the Twenty-First Omnibus Claims Objection) to such reclamation claim are valid and that such reclamation claim is not entitled to priority status.
3. The Response is hereby withdrawn.
4. The Settlement Agreement does not impact, alter or affect any other

proofs of claim that 3M has filed against the Debtors and relates solely to those matters arising out of or related to the Claim.

(Signatures Continued on Following Page)

Dated: New York, New York
January 4, 2008

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
January 3, 2008

3M COMPANY
By its Counsel,
KLESTADT & WINTERS, LLP
By:

/s/ Patrick J. Orr

PATRICK J. ORR
292 Madison Avenue, 17th Floor
New York, New York 10017-6314
(212) 972-3000

SO ORDERED

This 11th day of January, 2008
in New York, New York

/s/Robert D. Drain

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT X

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, et al.,
Debtors and Debtors in Possession
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000
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Neil Berger (NB-3599)

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	
	:	Chapter 11
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 [RDD]
	:	
Debtors.	:	Jointly Administered
	:	
-----X		

**JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 12813
(CELESTICA INC. AND ITS SUBSIDIARIES)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (the "Debtors") and Celestica Inc. and its subsidiaries ("Celestica") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof of Claim Number 12813 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005 (the “Petition Date”), the Debtors, filed voluntary petitions under chapter 11 of title 11 the United States Code, 11 U.S.C. §§ 101 *et seq.*, as then amended, (the “Bankruptcy Code”), in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”); and

WHEREAS, on July 28, 2006, Celestica filed proof of claim number 12813 (the “Proof of Claim”) against “In re Delphi Corp. et al.” asserting an unsecured non-priority claim in the amount of \$1,799,626.39 (the “Claim”); and

WHEREAS, on October 31, 2006, the Debtors objected to the Claim and sought modification and reduction of the Claim to the Debtors’ scheduled amount of \$36,370.02 pursuant to the Debtors’ (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation, (B) Claims Unsubstantiated By Debtors’ Books And Records, And (C) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452) (the “Third Omnibus Claims Objection”); and

WHEREAS, on November 22, 2006, Celestica filed its Response to the Third Omnibus Claims Objection (Docket No. 5744) (the “Response”); and

WHEREAS, on September 4, 2007, the Debtors filed their Notice Of Claims Objection Hearing With Respect To Debtors’ Objection To Proof Of Claim No. 12813 (Docket No. 9245); and

WHEREAS, on September 6, 2007, the Debtors filed the *Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession* (the “Plan”) (Docket No. 9263); and

WHEREAS, on September 7, 2007, the Debtors filed their Motion For Order Pursuant to 11 U.S.C. §§ 105(a) And 502(c) (A) Estimating And Setting Maximum Cap On Certain Contingent Or Unliquidated Claims And (B) Approving Expedited Claims Estimation Procedures (Docket No. 9297) (the “Claims Estimation Motion”); and

WHEREAS, on September 14, 2007, the Debtors filed the Debtors’ Statement of Disputed Issues Regarding Debtors’ Objection to Proof of Claim No. 12813 (Docket No. 9357); and

WHEREAS, on September 28, 2007, the Bankruptcy Court entered an order (the “Claims Estimation Order”) (Docket No. 9685) approving the Claims Estimation Motion; and

WHEREAS, pursuant to the Claims Estimation Order, the Claim was capped in the maximum amount of \$1,799,626.39; and

WHEREAS, on December 10, 2007, the Debtors filed the First Amended Joint Plan of Reorganization of Delphi Corporation and Certain Affiliates, Debtors and Debtors-In-Possession (the “First Amended Plan”) (Docket No. 11386); and

WHEREAS, on December 21, 2007, to resolve issues presented by the Third Omnibus Claims Objection and the Response with respect to the Claim, the Debtors and Celestica (each a “Party” and, collectively, the “Parties”) entered into a Settlement Agreement (the “Settlement Agreement”); and

WHEREAS, pursuant to the Settlement Agreement, the Debtors acknowledge that the Claim shall be allowed against DAS LLC in the amount of \$159,999 as a general unsecured non-priority claim; and

WHEREAS, the Debtors represents that they are authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain *Order Under 11 U.S.C. §§ 363, 502, and 503 and Fed. R. Bankr. P. 9019(b) Authorizing Debtors to Compromise or Settle Certain Classes of Controversy and Allow Claims Without Further Court Approval* (Docket No. 4414) entered by the Bankruptcy Court on June 29, 2006; and

NOW, THEREFORE, in consideration of the foregoing, the Parties respectfully agree as follows:

1. The Claim shall be allowed in the amount of \$159,999 and shall be treated as an allowed general unsecured non-priority claim against DAS LLC.

2. Celestica reserves its right to request that the Bankruptcy Court modify the Debtor or Debtors against which the Allowed Claim Amount is asserted at any time prior to the Effective Date (as defined in the First Amended Plan) of the First Amended Plan or any superceding plans.

3. The Debtors reserve their rights with respect to any such request for modification.

4. The Third Omnibus Claims Objection is hereby withdrawn with respect to the Claim.

5. The Response is hereby withdrawn.

6. The Debtors agree that the Claim shall not be subject to any further objections by the Debtors, and hereby waive any right to seek reconsideration of the allowance of the Claim pursuant to 11 U.S.C. § 502(j), Federal Rule of Bankruptcy Procedure 3008 or otherwise.

7. This Stipulation does not impact, alter or affect any other proofs of claim that Celestica has on file against the Debtors and relates solely to those matters arising out of or related to the Claim.

[Concluded on the following page]

Dated: New York, New York
December 21, 2007

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,

TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: New York, New York
December 21, 2007

CELESTICA INC. AND ITS SUBSIDIARIES
By their Counsel,
KAYE SCHOLER LLP

By:

/s/ Heath D. Rosenblat
HEATH D. ROSENBLAT (HR-6430)
425 Park Avenue
New York, New York 10022
(212) 836-8000

SO ORDERED

This 11th day of January, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT Y

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Conflicts Counsel for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession,
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000
Neil Berger (NB-3599)

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
	:
In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 [RDD]
	:
Debtors.	: (Jointly Administered)
	:
-----X	

**JOINT STIPULATION AND AGREED ORDER BETWEEN
DELPHI AUTOMOTIVE SYSTEMS LLC AND FEDERAL-MOGUL
CORPORATION TO, AMONG OTHER THINGS, PERMIT SETOFF OF MUTUAL
PRE-PETITION OBLIGATIONS UNDER SECTION 553 OF THE BANKRUPTCY
CODE AND TO DISALLOW AND EXPUNGE CLAIM NUMBER 1111**

WHEREAS, on October 8, 2005 (the "Delphi Petition Date"), Delphi Corporation ("Delphi") and certain of its U.S. subsidiaries, including Delphi Automotive Systems LLC ("DAS"), (collectively, the "Initial Filers") filed voluntary petitions for reorganization relief under chapter 11 of title 11 of the United States Code,

11 U.S.C. §§ 101-1330, as amended (the “Bankruptcy Code”), in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”); and

WHEREAS, on October 14, 2005, three additional U.S. subsidiaries of Delphi (together with the Initial Filers, collectively, the “Debtors”) filed voluntary petitions in the Bankruptcy Court for reorganization relief under the Bankruptcy Code; and

WHEREAS, the Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code; and

WHEREAS, the Bankruptcy Court entered orders directing the joint administration of the Debtors’ chapter 11 cases (Docket Nos. 28 and 404); and

WHEREAS, on October 17, 2005, the Office of the United States Trustee appointed an official committee of unsecured creditors; and

WHEREAS, no trustee or examiner has been appointed in the Debtors’ cases; and

WHEREAS, the Bankruptcy Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409, and this matter is a core proceeding under 28 U.S.C. § 157(b)(2); and

WHEREAS, on October 28, 2005, the Bankruptcy Court entered a final order authorizing the Debtors to, among other things, obtain postpetition financing, utilize cash collateral, and grant adequate protection to prepetition secured parties (the “Final DIP Order”); and

WHEREAS, on January 5, 2007, the Bankruptcy Court entered an order authorizing the Debtors to, among other things, refinance their post-petition financing and pre-petition secured debt (the “Refinancing Order”); and

WHEREAS, paragraph 18 of the Final DIP Order and paragraph 16 of the Refinancing Order establish, among other things, procedures for creditors to assert setoff and/or recoupment rights; and

WHEREAS, on or about December 13, 2005, Federal-Mogul Corporation (the “Claimant”) timely filed proof of claim number 1111 against DAS, asserting a claim in the amount of \$1,952,349.57 (the “Claim”) and asserting that the Claim was secured by a right of setoff; and

WHEREAS, pursuant to the Final DIP Order, by letter dated February 21, 2006 (the “Federal-Mogul Setoff Demand”), Claimant sought authority to exercise a setoff of pre-petition claims and debts between DAS and the Claimant; and

WHEREAS, in the Federal-Mogul Setoff Demand, Claimant asserted that it owed DAS the amount of \$2,252,554.05 for pre-petition services and/or goods provided by DAS to the Claimant (the “Payable”); and

WHEREAS, in the Federal-Mogul Setoff Demand, Claimant alleged that DAS owes Claimant the amount of \$1,760,265.81 for pre-petition services and/or goods provided by Claimant to DAS (the “Receivable”); and

WHEREAS, Claimant is also a debtor and debtor-in-possession as a result of the filing of voluntary petitions for relief under chapter 11 of the Bankruptcy Code on October 1, 2001 by Claimant and 156 of its affiliated entities (the “Federal-Mogul

Debtors”) in the United States Bankruptcy Court for the District of Delaware (the “Delaware Bankruptcy Court”); and

WHEREAS, in Claimant’s bankruptcy case, Claimant scheduled the following unsecured non-priority liabilities with respect to the Debtors (collectively, the “Scheduled Liabilities”): (i) an unsecured claim in the amount of \$89,403.23 held by Delphi Packard; (ii) an unsecured claim in the amount of \$810,279.66 held by Delphi Energy & Engine Management; and (iii) an unsecured claim in the amount of \$13,759.20 held by Delphi Packard - El Paso; and

WHEREAS, on October 26, 2005, the Delaware Bankruptcy Court in the bankruptcy cases of the Federal-Mogul Debtors entered an Order permitting the Federal-Mogul Debtors to effect the settlement of claims asserted against their respective bankruptcy estates pursuant to certain procedures and without the need for further Delaware Bankruptcy Court approval (the “Federal-Mogul Order”); and

WHEREAS, on or about November 8, 2007, the Delaware Bankruptcy Court entered an Order confirming the Fourth Amended Joint Plan of Reorganization (As Modified) (the “Federal-Mogul Plan”), which confirmation was subsequently affirmed by the United States District Court for the District of Delaware on November 14, 2007; and

WHEREAS, after Claimant became a chapter 11 debtor, but before the Debtors filed for chapter 11 relief, the Debtors asserted in the Claimant’s chapter 11 cases a setoff demand of \$958,704.86 (the “Delphi Setoff Demand”) to which Claimant

responded that the Debtors were only entitled to a setoff in the amount of \$899,682.89;
and

WHEREAS, on June 30, 2006, DAS and Claimant (together, the “Parties”) entered into that certain Interim Settlement Agreement Between the Debtors and Federal-Mogul Corporation Authorizing Payment of Minimum Payable (the “Interim Settlement Agreement”), pursuant to which Claimant paid the Debtors \$484,812.18 pending the Parties’ full reconciliation of the Receivable and the Payable; and

WHEREAS, on August 24, 2007, the Debtors objected to the Claim pursuant to the Debtors’ Twentieth Omnibus Objection Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Duplicate and Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected on Debtors’ Books and Records, (D) Untimely Claim, and (E) Claims Subject to Modification, Tax Claims Subject to Modification, Modified Claims Asserting Reclamation, Consensually Modified and Reduced Tort Claims, and Lift Stay Procedures Claims Subject to Modification (Docket No. 9151) (the “Twentieth Omnibus Claims Objection”); and

WHEREAS, on September 20, 2007, Claimant filed its Response to the Twentieth Omnibus Claims Objection (Docket No. 9453) (the “Response”); and

WHEREAS, after arm’s length negotiations, DAS and Claimant (together, the “Parties”) have reconciled the amounts of the Receivable and the Payable (the “Reconciliation”), as set forth in the summary attached hereto as Exhibit “1”; and

WHEREAS, in connection with the Reconciliation, the Parties have entered into this Joint Stipulation and a settlement agreement to settle and resolve: the

Twentieth Omnibus Claims Objection as it pertains to the Claim; the Federal-Mogul Setoff Demand; and the Delphi Setoff Demand (together with the Federal-Mogul Setoff Demand, the “Demands”) upon the terms set forth herein and in the Settlement Agreement (the “Settlement Agreement”).

NOW, THEREFORE, in consideration of the foregoing, the Parties hereby stipulate and agree as follows:

1. The Joint Stipulation, including the Interim Settlement Agreement and the Settlement Agreement, each of which are hereby incorporated herein by reference, constitute an agreement between the Parties hereto and shall become effective immediately upon the date that is the later of (such later date, the “Effective Date”) (A) entry of an Order of the Bankruptcy Court approving the Settlement Agreement in the Debtors’ chapter 11 cases in accordance with the procedures provided in the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089) and (B) the Federal-Mogul Allowance Date (as defined below).

2. Exhibit “1” sets forth a summary of the reconciled amounts of the Receivable and Payable that are the subject of the Demands.

3. Consistent with and in accordance with the Federal-Mogul Order, Claimant will provide thirty (30) days written notice (the “Objection Period”) of this

proposed Joint Stipulation to the parties designated by the Federal-Mogul Order, and the Joint Stipulation and the Settlement Agreement shall become effective on the later of (i) the expiration of the Objection Period and (ii) the entry of an order overruling any objection becoming final (the "Federal-Mogul Allowance Date").

4. Upon the Effective Date, Claimant shall be authorized to set off the amount of the Receivable, as reconciled in Exhibit "1", against the amount of the Payable, as reconciled in Exhibit "1", pursuant to section 553 of the Bankruptcy Code (the "Setoff") and paragraph 18 of the Final DIP Order.

5. Upon the Effective Date, the Claim is hereby disallowed and expunged in its entirety.

6. The exercise of the Setoff results in a balance of \$112,665.16 that Claimant owes DAS. As a result, DAS shall be granted an allowed administrative expense claim against Claimant in the amount of \$112,665.16, which claim shall be afforded the same treatment under the Federal-Mogul Plan (including, without limitation, with respect to the timing of payment of such claims) as all other allowed Chapter 11 administrative expense priority claims in Claimant's bankruptcy case and it will be paid not later than 10 business days after the date that is the later of (i) Federal-Mogul Allowance Date and (ii) the effective date of the Federal-Mogul Plan.

7. The Response is hereby deemed withdrawn.

8. Upon the Effective Date, this Joint Stipulation shall supersede and amend (i) any and all proofs of claim filed by the Debtors in the Federal-Mogul Debtors'

bankruptcy cases or that have been filed on its behalf and (ii) any and all claims as listed in the Federal-Mogul Debtors' Schedules of Assets and Liabilities, including, without limitation, the Scheduled Liabilities.

9. This Joint Stipulation may not be modified, amended, or terminated, nor any of its provisions waived, except by an agreement in writing signed by all of the Parties.

10. The agreements, terms, and provisions contained in this Joint Stipulation shall be binding upon, and inure to the benefit of, the Parties and their respective legal representatives, predecessors, successors, and assigns, including any trustee appointed in these chapter 11 cases.

11. It is expressly understood and agreed that the terms hereof, including the recital paragraphs, are contractual; that the agreement herein contained and the consideration transferred hereunder is to compromise the Demands and Claim and to avoid litigation; and that no statement made herein, payment, release, or other consideration given shall be construed as an admission by the Parties of any kind or nature whatsoever.

12. The Joint Stipulation, including the Interim Settlement Agreement and the Settlement Agreement each of which are hereby incorporated herein by reference, constitute the entire agreement between the Parties regarding the resolution of the Setoff and supersede all other prior agreements and understandings, both written and oral, between the Parties regarding the Setoff.

13. The signatories below represent that they are authorized to enter into this Joint Stipulation.

14. This Joint Stipulation may be executed in counterparts, any of which may be transmitted by facsimile, and each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

15. The Bankruptcy Court shall retain original and exclusive jurisdiction over the Parties to interpret and enforce the terms of this Joint Stipulation and to resolve any disputes in connection herewith; provided, however, in the event a timely objection to this Joint Stipulation is filed with the Delaware Bankruptcy Court

[Concluded on Following Page]

pursuant to the Federal-Mogul Order, the Delaware Bankruptcy Court shall have
exclusive jurisdiction to resolve any disputes in connection therewith.

Dated: New York, New York
December 21, 2007

DELPHI CORPORATION, et al.,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Los Angeles, California
December 21, 2007

FEDERAL-MOGUL CORPORATION and its
affiliates,
By its Attorneys,
SIDLEY AUSTIN LLP
By:

/s/ Jonathan D. Gordon
JONATHAN D. GORDON
555 West Fifth Street, Suite 4000
Los Angeles, California 90013
(213) 896-6000

SO ORDERED

This 11th day of January, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT Z

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Delphi Corporation
Special Parties

Company	Contact	Address1	City	State	Zip
Foley & Lardner LLP	David G. Dragich	500 Woodward Ave., Suite 2700	Detroit	MI	48226

EXHIBIT AA

Company	Contact	Address1	Address2	City	State	Zip
Azimuth North America LLC & Related Entities	Robert A. Mothershead, Director & Individual	18530 Mack Avenue		Crosse Pointe Farms	MI	48236
Azimuth North America LLC & Related Entities	Robert A. Mothershead, Director & Individual	18530 Mack Avenue	Suite 364	Crosse Pointe Farms	MI	48236

EXHIBIT BB

Company	Contact	Address1	Address2	City	State	Zip
Robert Bosch LLC	c/o Gordon J. Toering	Warner Norcross & Judd LLP	900 Fifth Third Ctr 111 Lyon St NW	Grand Rapids	MI	49503-2487
Robert Bosch Corporation	Attn Judith Lowitz Adler	Robert Bosch Corporation	38000 Hills Tech Dr	Farmington Hills	MI	48331

EXHIBIT CC

Company	Contact	Address1	Address2	City	State	Zip
Contrarian Funds LLC	Dan Fliman	Kasowitz, Benson, Torres & Friedman LLP	1633 Broadway	New York	NY	10019

EXHIBIT DD

Company	Contact	Address1	Address2	Address3	City	State	Zip
State Of New Jersey Division Of Taxation	Tracy E. Richardson, Deputy Attorney General	Anne Milgram, Attorney General Of New Jersey	Richard J. Hughes Complex	Post Office Box 106	Trenton	NJ	08625-0106
State Of New Jersey Division Of Taxation	Anne Milgram	Attorney General of New Jersey	Richard J. Hughes Complex	Post Office Box 107	Trenton	NJ	08625-0106

EXHIBIT EE

Company	Contact	Address1	Address2	Address3	City	State	Zip
City of Vandalia	Sarah B. Carter	Pickrel, Schaeffer And Ebeling	2700 Kettering Tower	40 North Main Street	Dayton	OH	45423-2700

EXHIBIT FF

Company	Contact	Address1	Address2	City	State	Zip
DREIER LLP	Anthony B. Stumbo, Esq.	499 Park Avenue		New York	NY	10022
Quarles & Brady LLP	Scott R. Goldberg	One Renaissance Square	Two North Central Avenue	Phoenix	AZ	85004-2391

EXHIBIT GG

Company	Contact	Address1	Address2	City	State	Zip
Illinois Department of Revenue	William M. Katich, Assistant Attorney General	Revenue Litigation Bureau -- OFFICE OF THE ATTORNEY GENERAL, LISA MADIGAN	500 South Second Street	Springfield	IL	62706
Illinois Department of Revenue	Illinois Department of Revenue	Bankruptcy Administration Unit	100 W Randolph St #7-410	Chicago	IL	60601
Illinois Department of Revenue	Kevin Harlowe	Illinois Department of Revenue Bankruptcy Administration Unit	100 W Randolph St #7-425	Chicago	IL	60601

EXHIBIT HH

Company	Contact	Address1	Address2	Address3	City	State	Zip
Donald R. and Sarah E. Sweeton	Autin L. McMullen	Boult, Cummings, Conners & Berry, PLC	1600 Division Street, Suite 700	P. O. Box 340025	Nashville	TN	37203

EXHIBIT II

Company	Contact	Address1	Address2	City	State	Zip
Howard County, Indiana	Michael K. McCrory	BARNES & THORNBURG LLP	11 South Meridian Street	Indianapolis	IN	46204-3535
Howard County, Indiana	Mark R. Owens	BARNES & THORNBURG LLP	11 South Meridian Street	Indianapolis	IN	46204-3535

EXHIBIT JJ

Company	Contact	Address1	Address2	Address3	City	State	Zip
Recticel Interiors North America	Jason DeJonker	McDermott Will & Emery LLP	227 West Monroe Street		Chicago	IL	60606
Recticel Interiors North America	David Leinwand	Amroc Investments, LLC	535 Madison Avenue	15th Floor	New York	NY	10022

EXHIBIT KK

Company	Contact	Address1	Address2	City	State	Zip
Cadence Innovation, LLC	Craig E. Freeman	Alston & Bird, LLP	90 Park Avenue	New York	NY	10016
Cadence Innovation, LLC	Dennis J. Connolly David A. Wender	Alston & Bird, LLP	1201 West Peachtree Street	Atlanta	GA	30309

EXHIBIT LL

Company	Contact	Address1	Address2	Address3	City	State	Zip
Samtech Corporation and Mtronics.com, Inc.	Maria DiConza	Greenberg Taurig LLP	Metlife Buidling	200 Park Avenue	New York	NY	10166
Samtech Corporation and Mtronics.com, Inc.	Shari L. Heyen		1000 Luisiana Street	Suite 1800	Houston	TX	77002
Samtech Corporation and Mtronics.com, Inc.	M. Leesa Booth	Bradley Arant Rose & White LLP	1819 Fifth Avenue North		Birmingham	AL	35203

EXHIBIT MM

Company	Contact	Address1	City	State	Zip
Binder & Malter	Heinz Binder Wendy W Smith	2775 Park Ave	Santa Clara	CA	95050
Ropers Majwski Kohn & Bentley	Andrew L Margulis	17 State St Ste 2400	New York	NY	10004

EXHIBIT NN

Pg 227 of 241
Delphi Corporation
Special Parties

Company	Address1	City	State	Zip
Scott Darryl Reese	c/o 329 Basket Branch	Oxford	MI	48371-6359

EXHIBIT OO

Company	Contact	Address1	City	State	Zip
Alston & Bird LLP	Attention: Dennis J. Connolly, Esq. David A. Wender, Esq.	1201 West Peachtree Street	Atlanta	GA	30309-3424
Varnum, Riddering, Schmidt & Howlett LLP	Attention: Michael S. McElwee, Esq.	333 Bridge Street, N.W. Suite 1700	Grand Rapids	MI	49504

EXHIBIT PP

Claimant	Contact	Address1	Address2	Address3	City	State	Zip
NuTech Plastics	Douglas M. Tisdale Steven A. Klenda	Tisdale and Associates LLC	1600 Broadway	Suite 2600	Denver	CO	80202
NuTech Plastics	Jay A. Schwartz	Schwartz Law Firm, P.C.	37887 W 12 Mile Road	Suite A	Farmington Hills	MI	48331

EXHIBIT QQ

Company	Contact	Address1	Address2	City	State	Zip
Contrarian Funds LLC	Dan Fliman	Kasowitz, Benson, Torres & Friedman LLP	1633 Broadway	New York	NY	10019

EXHIBIT RR

Pg 235 of 241
Delphi Corporation
Special Parties

Name	CreditorNoticeName	Address1	City	State	Zip
Zeichner Ellman & Krause LLP	Attention: Michael Davis, Esq.	575 Lexington Avenue	New York	NY	10022

EXHIBIT SS

Name	CreditorNoticeName	Address1	City	State	Zip
3M Company, 220-9E-02	Attention: Alpha B. Khaldi, Esq.	P.O. Box 33428	St. Paul	MN	55133
Klestadt & Winters, LLP	Attention: Patrick J. Orr, Esq.	292 Madison Avenue, 17TH Floor	New York	NY	10017-6314

EXHIBIT TT

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Delphi Corporation
Special Parties

Company	Contact	Address1	Address2	City	State	Zip
Kaye Scholer LLP	Attn Heath D Rosenblat	Celestica	425 Park Ave	New York	NY	10022

EXHIBIT UU

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Delphi Corporation
Special Parties

Company	Contact	Address	City	State	Zip
SIDLEY AUSTIN LLP	Attention: JONATHAN D. GORDON, Esq.	555 West Fifth Street, Suite 4000	Los Angeles	CA	90013